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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

NOTICE OF HEARING

TO: (i) the Office of the United States Trustee; (ii) proposed counsel to the Official Committee of Unsecured Creditors; (iii) affected parties; and (iv) those persons who have requested notice pursuant to Bankruptcy Rule 2002.

PLEASE TAKE NOTICE that on January 25, 2010, the Debtors filed the Debtors' Motion for Order Pursuant to Sections 105, 363, 365, 554, and 1110 of the Bankruptcy Code and Bankruptcy Rules 6004, 6006, and 6007 for (i) Authorization to (a) Reject Leases Relating to Certain Aircraft and Other Related Equipment, (b) Abandon Certain Aircraft, Engines, and Other Related Equipment, (c) Transfer Title to Certain Aircraft, Engines, and Other

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

Related Equipment, and (d) Satisfy the Surrender and Return Requirements Under the Bankruptcy Code, and (ii) Approval of Related Notices and Procedures (the “Motion”).

PLEASE TAKE FURTHER NOTICE that a hearing to consider the relief sought in the Motion will be held on **February 9, 2010 at 3:00 p.m. Prevailing Eastern Time** before the Honorable Martin Glenn, United States Bankruptcy Judge, at the United States Bankruptcy Court for the District of New York, One Bowling Green, New York, New York 10004, Courtroom 501.

PLEASE TAKE FURTHER NOTICE that any response or objection to the relief sought in the Motion must be filed with the Bankruptcy Court and served upon: (i) the chambers of the Honorable Martin Glenn, One Bowling Green, New York, New York 10004, Courtroom 501; (ii) Pachulski Stang Ziehl & Jones LLP, 150 California Street, 15th Floor, San Francisco, California 94111 (Attn: Debra I. Grassgreen and Joshua M. Fried), and Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 36th Floor, New York, New York 10017 (Attn: Maria A. Bove), attorneys for the Debtors, (iii) Mesa Air Group, Inc., Law Department 410 N. 44th St. Suite 700, Phoenix, Arizona 85008, (Attn: Brian S. Gillman, Esq.), (iv) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, NY 10004 (Attn: Andrea B. Schwartz); (v) Morrison & Foerster LLP, 1290 Avenue of the Americas, New York, New York 10104 (Attn: Brett Miller and Lorenzo Marinuzzi), counsel to the Official Committee of Unsecured Creditors appointed in these chapter 11 cases; and (vi) any person or entity with a particularized interest in the subject matter of the Motion, on or before **February 2, 2010**.

**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND
IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF
REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE.**

Dated: January 25, 2010

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Debra I. Grassgreen
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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.²

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

**DEBTORS' MOTION FOR ORDER PURSUANT TO
SECTIONS 105, 363, 365, 554, AND 1110 OF THE BANKRUPTCY CODE
AND BANKRUPTCY RULES 6004, 6006, AND 6007 FOR (I) AUTHORIZATION
TO (A) REJECT LEASES RELATING TO CERTAIN AIRCRAFT AND OTHER
RELATED EQUIPMENT, (B) ABANDON CERTAIN AIRCRAFT, ENGINES,
AND OTHER RELATED EQUIPMENT, (C) TRANSFER TITLE TO CERTAIN
AIRCRAFT, ENGINES, AND OTHER RELATED EQUIPMENT, AND (D) SATISFY
THE SURRENDER AND RETURN REQUIREMENTS UNDER THE BANKRUPTCY
CODE, AND (II) APPROVAL OF RELATED NOTICES AND PROCEDURES**

TO THE HONORABLE MARTIN GLENN:

Mesa Air Group, Inc. ("Mesa") and certain of its direct and indirect subsidiaries in the
above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the
"Debtors"), hereby file this motion (the "Motion") and respectively represent as follows:

² The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

Background

1. On January 5, 2010 (the “Petition Date”), the Debtors each commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. The Debtors’ chapter 11 cases are jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

3. On January 13, 2010, the Office of the U.S. Trustee appointed an Official Committee of Unsecured Creditors in these cases (the “Committee”), comprised of Bombardier, Inc., Embraer-Empresa Brasileira de Aeronautica S.A., U.S. Bank National Association, AT&T Capital Services, Wilmington Trust Company, IHI Corporation, and Air Line Pilots Association. No trustee or examiner has been appointed.

Mesa’s Business

4. Mesa is a holding company whose principal direct and indirect subsidiaries operate as regional air carriers providing scheduled passenger and airfreight service. As of the Petition Date, the Debtors’ airline operations serve approximately 127 cities in 41 states, the District of Columbia, Canada, and Mexico. The Debtors operate a fleet of approximately 130 aircraft with approximately 700 daily system departures. The Debtors employ approximately 3,400 full and part-time employees.

5. Mesa Airlines, Inc. (“Mesa Airlines”) operates regional jet and turboprop aircraft under the names of regional carriers of certain major airlines pursuant to code-share agreements. Specifically, Mesa Airlines operates as (i) US Airways Express under code-share agreements

with US Airways, Inc., (ii) as United Express under a code-share agreement with United Airlines, Inc., and (iii) independently in Hawaii as *go!* Mokulele (“go!”). Freedom Airlines, Inc. operates regional jet aircraft as Delta Connection under code-share agreements with Delta Air Lines, Inc. The remaining Debtors operate businesses, or own interests in businesses, that facilitate or enhance the Debtors’ regional or independent air carrier services. Nilchi, Inc. and Patar, Inc. hold investments.

6. As of September 30, 2009, the Debtors had consolidated assets³ of approximately \$975 million, and consolidated liabilities of approximately \$869 million. The Debtors’ consolidated 2009 revenues were approximately \$968 million. Approximately 96% of the Debtors’ consolidated passenger revenues for the fiscal year ending September 30, 2009 were derived from operations associated with code-share agreements. The Debtors’ remaining passenger revenues are generated from their independent *go!* operations in Hawaii.

Jurisdiction

7. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

8. The Debtors request, pursuant to sections 105(a), 363(b), 365(a), 554(a), and 1110 of the Bankruptcy Code and Bankruptcy Rules 6004, 6006, and 6007:

(i) pursuant to certain procedures, approval of the rejection of executory contracts and unexpired leases (the “Leases”) relating to the aircraft and other related equipment (collectively, the “Excess Leased Equipment”) identified on the schedules annexed hereto as Exhibit A-1 and Exhibit A-2 (the “Excess Leased Equipment Schedules”), which are no longer

³ At book value.

necessary, or the Debtors anticipate may shortly no longer be necessary, in the operation of the Debtors' business;

(ii) authorization to abandon the aircraft and other related equipment (collectively, the "Excess Owned Equipment") identified on the schedules annexed hereto as Exhibit B-1 and Exhibit B-2 (the "Excess Owned Equipment Schedules"⁴), which are owned by the Debtors and no longer necessary, or the Debtors anticipate may shortly no longer be necessary, in the operation of their business;

(iii) authorization to (a) transfer title to the abandoned Excess Owned Equipment to mortgagees, security trustees, or indenture trustees having a security interests in such Excess Owned Equipment (the "Secured Parties"), and (b) surrender and return the Excess Leased Equipment and the Excess Owned Equipment (collectively, the "Excess Equipment") to the applicable lessors identified on the Excess Leased Equipment Schedules and Secured Parties on the Excess Owned Equipment Schedules; and

(iv) approval of (a) the forms of notice to be served upon the counterparties to the applicable unexpired leases, executory contracts, or security documents, attached hereto as Exhibit C and Exhibit D, and (b) the related procedures described herein and in the proposed order (the "Proposed Order") on the Motion, attached hereto as Exhibit E.

9. The Debtors submit that the relief sought herein is reasonable and represents an appropriate exercise of their sound business judgment.

The Debtors' Excess Leased and Owned Equipment

10. The Debtors currently maintain a fleet of approximately 178 aircraft (the "Fleet"),

⁴ As described herein and in the proposed order on the Motion, no Excess Equipment that is Date-To-Be-Determined Equipment (defined herein) will be deemed rejected or abandoned unless a rejection or abandonment notice is filed and served pursuant to the proposed order; provided, however, as set forth herein, the Debtors seek to have rejection and abandonment be effective as of the filing date of this Motion solely with respect to the Immediately Surrendered Equipment (defined herein).

consisting of 48 CRJ-200s, 20 CRJ-700s, 38 CRJ-900s, 36 ERJ-145s, and 16 Dash-8, and 20 Beech 1900s.⁵

11. As currently configured, the Fleet is too large for the Debtors' operations. Approximately 52 aircraft are parked and not being used. In addition, over the next several months, the Debtors plan to retire additional aircraft that are not needed to service the Debtors' customers. The Debtors need to reduce and rationalize the Fleet to eliminate the significant costs associated with retaining, maintaining, and storing the aircraft that is not in use. Prior to filing this Motion, the Debtors conducted an extensive analysis of the Fleet and identified the aircraft that are not necessary for continued operations or a successful reorganization. This Motion contemplates the implementation of certain procedures for the prompt rejection or abandonment of aircraft in order to reduce administrative expenses of the estates. Once the Fleet is reduced and the excess aircraft are disposed of, the Debtors believe they will operate profitably and can successfully emerge from chapter 11.

12. The Debtors believe that the relief requested is warranted because the Fleet reduction will eliminate obligations of the Debtors for which there is no corresponding benefit. Further, the proposed procedures establish an orderly and efficient process for the surrender and return of the Excess Equipment and related documentation that are consistent with the requirements under section 1110 of the Bankruptcy Code. As a result, the requested relief will ensure that the Excess Equipment is returned to the applicable lessors or Secured Parties, as the case may be, in accordance with the terms of the applicable Lease or security agreement to the extent that the terms thereunder do not exceed the requirements set forth under section 1110 of

⁵ The Beech 1900 aircraft are subject to the *Motion For Authorization Pursuant To Sections 105, 363, 554, and 1110 Of The Bankruptcy Code And Bankruptcy Rules 6003, 6004 and 6007 to (I) Abandon Certain Aircraft, Engines, And Other Related Equipment, (II) Transfer Title To Certain Aircraft, Engines, And Other Related Equipment, And (III) Satisfy The Surrender And Return Requirements Under The Bankruptcy Code* [Docket No. 9]. The final hearing on this motion is scheduled for January 26, 2010 at 10:00 a.m. (Eastern).

the Bankruptcy Code.

13. The Debtors will continue to analyze the Fleet and, as a result of this ongoing analysis, the Debtors believe that additional aircraft and other related equipment may be retired in the future, subject to the same procedures proposed herein on notice to affected parties.

The Proposed Rejection and Abandonment Procedures

14. The Debtors request approval of the following procedures regarding the Leases and Excess Equipment that are the subject of this Motion.

A. Rejection and Abandonment Request

15. The Debtors seek authorization to reject, abandon, transfer title, or surrender and return Excess Equipment to the interested parties identified on the schedules annexed hereto as Exhibit A-1, Exhibit B-1, Exhibit A-2, and Exhibit B-2, as applicable, pursuant to the procedures set forth in the proposed order annexed hereto as Exhibit E.

16. With regard to the Immediately Surrendered Equipment (defined below), the Debtors seek approval of such lease rejection or abandonment of equipment to be effective as of the filing of this Motion, since the applicable equipment is already available for surrender and return to the applicable Lessors and/or Secured Parties. *See, e.g., In re Thinking Machine Corp.*, 67 F.3d 1021, 1028 (1st Cir. 1995) (holding that although court approval is a condition precedent to effective rejection of a lease, “bankruptcy courts may enter retroactive orders of approval, and should do so when the balance of equities preponderates in favor of such remediation”); *Constant, L.P. v. Jamesway Corp. (In re Jamesway Corp.)*, 179 B.R. 33, 37-38 (S.D.N.Y. 1995) (affirming bankruptcy court’s retroactive approval of lease rejection); *In re Malden Mills Industries, Inc.*, 303 B.R. 688, 701 (1st Cir. BAP 2004) (court may order retroactive effective date of abandonment of estate property). With regard to the Date-To-Be-Determined Equipment

(defined below), the Debtors seek approval of such lease rejection or abandonment of equipment to be effective after a five (5) business day objection period, after the Debtors file and serve specific notices on the affected third parties in accordance with the Debtors' proposed procedures.

B. Notice and Opportunity for Hearing

17. The Debtors have served or will promptly serve via electronic delivery or overnight delivery service, a copy of this Motion and exhibits thereto on each of the lessors (the "Lessors") and other nondebtor counterparties identified in Exhibit A-1 and Exhibit A-2 and the Secured Parties identified on Exhibit B-1 and Exhibit B-2, as well as the U.S. Trustee, proposed counsel to the Committee, and the other parties identified in the Notice section of this Motion (collectively, the "Notice Parties").

18. Certain items of Excess Equipment are identified on Exhibit A-1 and Exhibit B-1 as being currently available for immediate pick-up by the applicable Lessors and/or Secured Parties ("Immediately Surrendered Equipment"), while the Debtors anticipate that some or all of the equipment identified on Exhibit A-2 and/or Exhibit B-2 will be available for pick-up on a date set forth on the notice triggering the Debtors' rejection or abandonment ("Date-To-Be-Determined Equipment").

19. Concurrently herewith, the Debtors have served via electronic delivery or overnight delivery service a notice substantially similar to the notice annexed hereto as Exhibit C, on each of the applicable Lessors and Secured Parties with interests in the Immediately Surrendered Equipment, as well as the other Notice Parties, setting forth the Debtors' intent to reject the applicable Lease or abandon the Excess Equipment, as applicable, and authorizing the Lessors and Secured Parties to immediately take possession of such Excess Equipment. Under

the procedures contemplated by this Motion, the Debtors will serve, when ready, similar notices to Lessors and Secured Parties with interests in the Date-To-Be-Determined Equipment and the Notice Parties; the proposed order on this Motion, upon entry by the Court, would retroactively approve the adequacy of such notice to the affected parties with respect to any Date-To-Be-Determined Equipment.

20. Because of the circumstances of these cases, including the Debtors' continued and ongoing analysis of their Fleet needs and logistical issues of when Excess Equipment may be ready for surrender and return, the Debtors were unable to provide notice to the Lessors and Secured Parties in strict accordance with any applicable provisions in Bankruptcy Rules 6006, 6007 and 9014. Nevertheless, the Debtors believe that the notice provided to the affected parties is or will be sufficient because counterparties will have reasonable notice and opportunity to object and be heard at a hearing. *See, e.g., In re Drexel Burnham Lambert*, 160 B.R. 729 (S.D.N.Y. 1993) (granting interested parties an opportunity to present objections satisfies due process); *In re Colorado Mountain Cellars, Inc.*, 226 B.R. 244, 246 (D. Colo. 1998) (noting that a hearing is not required to satisfy Bankruptcy Rule 9014). Furthermore, the proposed notice procedures protect the due process rights of the parties in interest without unnecessarily exposing the Debtors' estates to unwarranted administrative expenses.

21. Bankruptcy Rule 6007 allows the Court to exercise its discretion to limit notice and the time for filing objections to any abandonment of property. The Debtors submit that requiring notice of abandonment of Excess Owned Equipment be given to all creditors and indenture trustees would be unnecessarily expensive and time consuming, and would not provide any useful purpose. Furthermore, the summary provided herein (including the attached exhibits) of a proposed abandonment of the property states the reasons for the proposed abandonment and

identifies the entity to whom the property is proposed to be abandoned and is subject to the rights provided to creditors with an interest in property subject to section 1110 of the Bankruptcy Code. Accordingly, the Debtors request that the Court limit notice under Bankruptcy Rule 6007 to the parties in interest set forth herein and limit the time for filing objections as set forth herein and in the proposed order.

22. The information set forth on Exhibit A-1 describing the Debtors' Immediately Surrendered Equipment which is leased from third parties includes the following information: (i) the identity of the Lessor, together with the identity of any indenture trustee, loan trustee, or other collateral trustee known to the Debtors to be acting on behalf of debt holders who have provided financing to such Lessor (collectively, the "Lessor Parties"), (ii) the location and a description of such Excess Leased Equipment associated with the Leases to be rejected, and (iii) the location of the records associated with such Excess Leased Equipment. As noted, the Excess Leased Equipment identified on Exhibit A-1 is available for immediate pick-up at the locations set forth in the exhibit.

23. The information set forth on Exhibit A-2 describes the Debtors' remaining Excess Leased Equipment which the Debtors anticipate may be available for surrender and return to the applicable Lessors sometime after the filing of this Motion, will be available for pick-up on a date set forth on the notice triggering the Debtors' rejection. This exhibit includes the following information: (i) the identity of the Lessor and any Lessor Parties and (ii) a description of the applicable Excess Leased Equipment. Rejection of the related Lease will not be effective until and unless a notice of rejection is subsequently filed and served in accordance with the procedures described herein and in the proposed order.

24. The information set forth on Exhibit B-1 describing the Excess Owned Equipment

which is available for immediate pick-up includes the following information: (i) the identity of the Secured Parties known to the Debtors with respect to any mortgage financing on such equipment, (ii) a description of the Excess Owned Equipment to be abandoned and for which title will be conveyed, (iii) the location of the Excess Owned Equipment, and (iv) the location of the records associated with the Excess Owned Equipment. As noted, the Excess Owned Equipment identified on Exhibit B-1 is available for immediate pick-up at the locations set forth in the exhibit.

25. The information set forth on Exhibit B-2 describes the Debtors' remaining Excess Owned Equipment which may be abandoned by the Debtors sometime after the filing of this Motion. This exhibit includes the following information: (i) the identity of the Secured Parties known to the Debtors with respect to any mortgage financing on such equipment and (ii) a description of such equipment. Abandonment of such equipment will not be effective until and unless a notice of abandonment is subsequently filed and served in accordance with the procedures described herein and in the proposed order.

26. The Debtors request entry of the proposed order authorizing the Debtors to reject each Lease of Excess Leased Equipment identified on Exhibit A-1 and to abandon each item of Excess Owned Equipment identified on Exhibit B-1, effective as of the date of the filing of this Motion (which is the date that the Debtors believe all applicable requirements of section 1110 with respect to the return of the applicable Excess Leased Equipment have been satisfied) (as to Immediately Surrendered Equipment, the "Effective Date").

27. With respect to any Date-To-Be-Determined Equipment identified in Exhibit A-2 and Exhibit B-2, the Debtors request entry of the proposed order providing for the following notice procedures ("Subsequent Rejection/Abandonment Procedures"):

(a) As soon as reasonably practical after the Debtors have determined to reject an applicable Lease or abandon the applicable equipment, the Debtors will file with the Court a notice of rejection or abandonment substantially in the form hereto as Exhibit D (a “Subsequent Rejection/Abandonment Notice”) and serve such notice on the applicable Lessor or Secured Party via electronic delivery, facsimile, messenger, or overnight delivery, with such notice setting forth the Debtors’ intent to reject the Lease or abandon the Excess Equipment, as applicable, and authorizing the Lessors and Secured Parties to take possession of such Excess Equipment as of the applicable Effective Date (as described below).

(b) The Debtors’ rejection of the applicable Lease that is rejected pursuant to these procedures or the Debtors’ abandonment of the applicable Excess Owned Equipment, as the case may be, will be effective as of the fifth (5th) business day after the date of service of the Subsequent Rejection/Abandonment Notice (as to such subsequently rejected Leases and abandoned equipment, the “Effective Date”) if no objection thereto is filed and served by 4:00 p.m. (prevailing Eastern Time) of said 5th business day. If a timely objection is filed and served, the effective date of rejection or abandonment, as applicable, will be (i) the originally proposed Effective Date if the objection is overruled or withdrawn or (ii) such other date as determined by the Bankruptcy Court after a hearing on the objection. A hearing on any objection to a Subsequent Rejection/Abandonment Notice will be held on the next scheduled omnibus hearing date in the Debtors’ cases, provided that the objecting party is provided by the Debtors at least five (5) business days’ prior written notice of

such hearing date and time, and provided further that the foregoing is without prejudice to the Debtors and/or objecting party to move for an expedited hearing (on less than five (5) business days' notice). The Debtors must file and serve any reply to any objection at least two (2) business days prior to the scheduled hearing.

(c) The foregoing provisions and the effectiveness of any Subsequent Rejection/Abandonment Notice will be contingent on the entry of the proposed order granting the Motion and approving the Subsequent Rejection/Abandonment Procedures, which order may be entered prior to or after the filing/service of a particular Subsequent Rejection/Abandonment Notice.⁶

C. Filing Proofs of Claim

28. The Debtors propose that any claims arising out of any rejection or abandonment effected pursuant to these procedures must timely be filed in accordance with any order pursuant to Bankruptcy Rule 3003(c) establishing a deadline by which pre-petition general unsecured claims must be filed (the "Bar Date"), on or before the later of (i) the Bar Date or (ii) 30 days after the Effective Date with respect to the applicable Lease or item of Excess Equipment. Any claim not timely filed will be irrevocably barred and will not be entitled to receive any distributions from the Debtors' estates that are authorized by the Court.

D. Provision of Records and Documents

29. In connection with the rejection of a Lease or abandonment of Excess Owned Equipment, the Debtors will deliver records and documents relating to the Excess Equipment relating to the Lease or security agreement, as the case may be, to the applicable Lessors or

⁶ The Debtors anticipate possibly filing/serving some Subsequent Rejection/Abandonment Notices prior to the hearing on this Motion, and thus seek retroactive approval of the form of such notice in that case.

Secured Parties.

E. Surrender and Return of Airframes and Engines

30. The Debtors also propose that if the Lessor or Secured Party affected by the rejection of a Lease or the abandonment of Excess Owned Equipment and the transfer of title thereto does not retrieve or otherwise take control of the relevant Excess Equipment from the locations provided on Exhibit A-1, Exhibit B-1 or as set forth in the applicable Subsequent Rejection/Abandonment Notice, as applicable, (a) within the latest of (i) ten (10) calendar days after the applicable Effective Date, (ii) ten (10) calendar days after the date the Court resolves any applicable Objection and (iii) ten (10) calendar days after the date of entry of the proposed order, or (b) as otherwise agreed between the Debtors and the applicable Lessor or Secured Party, such Lessor or Secured Party will be responsible to the Debtors for the subsequent costs of, and all risks attendant to, storing such equipment and for other attendant costs as determined by the Debtors, including costs of insuring the Excess Equipment. If the Lessor or Secured Party does not remove the Excess Equipment or otherwise contract with a third party for storage of the Excess Equipment, the Debtors may file a motion to compel removal of the Excess Equipment and/or payment to the Debtors of storage and other attendant costs including, without limitation, all legal fees.

31. The Debtors propose that the surrender and return of Excess Equipment and, in the case of Excess Owned Equipment, execution and delivery of title documents and records will be subject to and in accordance with the surrender and return requirements of section 1110(c) of the Bankruptcy Code; *provided*, that such surrender and return is without prejudice to the rights of (i) a Lessor to assert damages as part of its claim for rejection damages, if any, (ii) a Secured Party to assert damages as part of any unsecured deficiency claim, if any, (iii) a Lessor or

Secured Party to assert damages for failure to satisfy all non-section 1110(c) contractual return or turnover provisions of the applicable Lease or security agreement, if any, or (iv) the Debtors or any other party in interest to object to any such claims.

F. Setoffs

32. The Debtors request that a provision be included in the order on the Motion, directing that, if and to the extent that the Debtors have deposited monies with any Lessor or Secured Party as a security deposit or for similar purposes, such Lessor or Secured Party will not be permitted to setoff or otherwise use such deposit without prior authority from the Court.

G. Additional Documents and Necessary Actions by the Debtors

33. Upon written request from an affected Lessor or Secured Party, the Debtors agree to cooperate reasonably with such Lessor or Secured Party with respect to the execution of or provision of the following and related or similar documents, and/or the information required for such documents: lease termination document, bill of sale, warranty bill of sale and/or quitclaim deed, as applicable, to be filed with the Federal Aviation Administration (the “FAA”) in connection with such Excess Equipment; *provided, however*, that the affected Lessor or Secured Party will be solely responsible for all costs associated with such documentation, the filing thereof with the FAA, and the transportation of the aircraft. The Debtors seek authorization to execute and deliver all such instruments and other documents and take any additional actions as are necessary or appropriate to implement and effectuate the procedures and provisions of the order on the Motion, including, without limitation, registering transfers of ownership and delivering airworthiness or similar certificates.

34. In sum, as required by section 1110 of the Bankruptcy Code, the Debtors submit that the proposed procedures are reasonable and in the best interests of the estates and should be

approved by this Court.

**Rejection of the Leases Is Supported
By the Debtors' Business Judgment and Should Be Approved By the Court**

35. Section 365(a) of the Bankruptcy Code provides, in pertinent part, that a debtor-in-possession “subject to the court’s approval, may assume or reject any executory contract or unexpired lease of the debtor.” 11 U.S.C. § 365(a); *see also NLRB v. Bildisco & Bildisco*, 465 U.S. 513, 521 (1984); *Orion Pictures Corp. v. Showtime Networks, Inc. (In re Orion Pictures Corp.)*, 4 F.3d 1095, 1098 (2d Cir. 1993) (reaffirming that “[t]he purpose behind allowing the assumption or rejection of executory contracts is to permit the trustee or debtor-in-possession to use valuable property of the estate and to renounce title to and abandon burdensome property.”) (internal quotations and citation omitted).

36. Courts defer to a debtor’s business judgment in rejecting an unexpired lease, and upon finding that a debtor has exercised its sound business judgment, approve the rejection under section 365(a) of the Bankruptcy Code. *See Bildisco & Bildisco*, 465 U.S. at 523 (recognizing the “business judgment” standard used to approve rejection of executory contracts); *Orion*, 4 F.3d at 1099; *Nostas Associates v. Costich (In re Klein Sleep Products, Inc.)*, 78 F.3d 18, 21 (2d Cir. 1996); *In re Balco Equities Ltd, Inc.*, 323 B.R. 85, 99 (Bankr. S.D.N.Y. 2005) (“In determining whether the debtor has employed reasonable business discretion, the court for the most part must only determine that the rejection will likely benefit the estate.”); *In re Penn Traffic Co.*, 322 B.R. 63, 68 (Bankr. S.D.N.Y. 2005) (“It is well established that the decision whether to assume or reject an executory contract under section 365(a) is a matter of business judgment to be exercised in the best interests of the debtor in possession and its creditors.”); *In re Riodizio, Inc.*, 204 B.R. 417, 424 (Bankr. S.D.N.Y. 1997) (“debtor must demonstrate whether assumption or rejection confers a net benefit on the estate”).

37. As part of their ongoing efforts to reduce costs and maximize fleet flexibility, the Debtors have identified the Excess Leased Equipment that is or will shortly be no longer necessary for the Debtors' business plan and, accordingly, will not be utilized by the Debtors in the ongoing operation of their business. After reviewing the terms of the Leases, the Debtors have determined that the Excess Leased Equipment is of no utility or value to them or, in the case of Date-To-Be-Determined Equipment for which Subsequent Rejection/Abandonment Notices will be filed and served, will shortly be of no value to them. The Debtors have taken or they anticipate that they will shortly take out of service such Excess Leased Equipment. As a result, as of the applicable Effective Dates, the Excess Leased Equipment will not be generating any value for the Debtors' estates and will instead, only accrue expenses that will harm the Debtors' estates if such Leases are not expeditiously rejected. Specifically, idle aircraft (*i.e.* parked aircraft not under an operating contract) require significant ongoing monthly lease, insurance, and storage costs without generating any benefit or value for the Debtors or their estates. Thus, Excess Leased Equipment is burdensome to the Debtors and not beneficial to the Debtors or their estates.

38. The relief requested herein is substantially similar to relief granted in other large chapter 11 cases in the airline industry. *See, e.g., In re Flyi, Inc., et al.*, Case No. 05-20011 (MFW) (Bankr. D. Del. Dec. 5, 2005) [Docket No. 290]; *In re Northwest Airlines Corporation, et al.*, Case No. 05-17930 (ALG) (Bankr. S.D.N.Y. Oct. 12, 2005 & Oct. 19, 2005) [Docket Nos. 672 & 750 (for subsequent rejection or abandonment notices, effective date of five business days after notice)]; *In re Delta Air Lines, Inc., et al.*, Case No. 05-17923 (PCB) (Bankr. S.D.N.Y. Sept. 16, 2005 & Sept. 22, 2005) [Docket Nos. 170 and 374 (interim and amended orders)]; *In re Hawaiian Airlines, Inc., et al.*, Case No. 03-00817 (RJF) (Bankr. D. Haw. Mar. 21, 2003)

[Docket No. 74]; *In re US Airways Group, Inc., et al.*, Case No. 02-83984 (SSM) (Bankr. E.D. Va. Aug. 12, 2002); *In re UAL Corp., et al.*, Case No. 02-48191 (Bankr. N.D. Ill. Feb. 7, 2003) [Docket No. 1192].

39. Therefore, rejection of the Leases on the terms and conditions set forth herein is in the best interests of the Debtors' estates and creditors and constitutes a proper exercise of the Debtors' sound business judgment.

**Excess Owned Equipment Is of
No Benefit to the Debtors and Abandonment Should Be Approved By the Court**

40. Pursuant to section 554(a) of the Bankruptcy Code, the Debtors seek approval of the abandonment of Excess Owned Equipment. Section 554(a) provides that a debtor in possession may abandon, subject to Court approval, "property of the estate that . . . is of inconsequential value and benefit to the estate." 11 U.S.C. § 554(a). Before authorizing abandonment of property, the bankruptcy court must find either: (i) the property is burdensome to the estate, or (ii) the property is both of inconsequential value and inconsequential benefit to the estate. *In re Grossinger's Assocs.*, 184 B.R. 429, 432 (Bankr. S.D.N.Y. 1995). Moreover, the debtor-in-possession is afforded significant discretion in determining the value and benefits of particular property for the purposes of the decision to abandon it. *In re Interpictures Inc.*, 168 B.R. 526, 535 (Bankr. E.D.N.Y. 1994) ("abandonment is in the discretion of the trustee, bounded only by that of the court"). "Courts defer to the trustee's judgment and place the burden on the party opposing the abandonment to prove a benefit to the estate and an abuse of the trustee's discretion." *In re Slack*, 290 B.R. 282, 284 (Bankr. D.N.J. 2003).

41. In addition, the Debtors seek to effectuate transfers of title of the Excess Owned Equipment to the relevant Secured Parties. Section 363(b)(1) of the Bankruptcy Code provides that "[t]he trustee, after notice and a hearing, may use, sell, or lease, other than in the ordinary

course of business, property of the estate.” 11 U.S.C. § 363(b)(1). A debtor’s use of section 363(b) of the Bankruptcy Code to dispose of property of the estate is subject to a valid business justification. *Comm. of Equity Sec. Holders v. Lionel Corp. (In re Lionel Corp.)*, 722 F.2d 1063, 1071 (2d Cir. 1983) (giving due consideration to the sound business judgment of the debtor)); *In re Thompson McKinnon Secs., Inc.*, 120 B.R. 301, 308 (Bankr. S.D.N.Y. 1990).

42. This Court need only ensure that the decision to abandon Excess Owned Equipment reflects a sound business judgment made in good faith. The appropriate test of the Debtors’ business judgment is whether the Excess Owned Equipment is burdensome or of inconsequential value and benefit to the Debtors’ estates. In this case, (a) the Excess Owned Equipment is not being used currently by the Debtors or will shortly no longer be used by the Debtors, or (b) the liens against the Excess Owned Equipment exceed the value of such equipment to the Debtors’ estates. Further, the market for these aircraft is depressed and the Debtors have a limited ability to remarket the Excess Owned Equipment as generally they are parked and not operating.

43. Under these circumstances, transfer of title to the relevant Secured Parties under section 363(b) of the Bankruptcy Code is appropriate and in the best interest of the Debtors’ estates. Moreover, the process for transferring title of Excess Owned Equipment will facilitate the Debtors’ satisfaction of the surrender and return requirements of section 1110(c) of the Bankruptcy Code, if applicable, in an efficient and timely manner and, in addition, will reduce the Secured Parties’ potential claims against the Debtors’ estates.

44. The Debtors propose to abandon the Excess Owned Equipment subject to the requirements under section 1110 of the Bankruptcy Code and the procedures described herein and in the proposed order. Abandonment of Excess Owned Equipment is, therefore, in the best

interests of the Debtors' estates and reflects the exercise of the Debtors' sound business judgment. The Excess Owned Equipment does not pose an environmental hazard and is not likely to cause a serious risk to the public.

45. Bankruptcy Rule 2002(a)(2) provides that, for cause shown, the court may "direct another method for giving notice" of a proposed sale of property of the estate. The Debtors submit that good cause has been shown for approving notice of the transfer of title to Excess Owned Equipment as set forth herein as an alternative to the notice procedures of Bankruptcy Rule 2002.

**The Procedures Outlined Above Satisfy the
"Surrender and Return" Requirement of Section 1110**

46. Section 1110(c) of the Bankruptcy Code requires the Debtors to surrender and return aircraft and related equipment to a secured party, lessor, or conditional vendor if such party is entitled to possession of such equipment. The standard for the return and surrender requirements under section 1110(c) of the Bankruptcy Code does not require a debtor "to comply with the surrender and return provisions of the security agreement or lease, as applicable, to the extent such return obligations exceed the surrender and return obligation[s] of Section 1110(c)(1) . . ." *In re Northwest Airlines Corporation, et al.*, Case No. 05-17930 (ALG) (Bankr. S.D.N.Y. Oct. 19, 2005) [Docket No. 750] (approving substantially similar rejection and abandonment procedures with respect to the debtors' aircraft fleet); *In re FLYi, Inc., et al.*, Case No. 05-20011 (MFW) (Bankr. D. Del. Dec. 5 2005) [Docket No. 290] (same). While the exact standard under section 1110(c) of the Bankruptcy Code has not been defined, courts have interpreted this requirement to impose a standard of reasonableness on all parties. *In re Northwest Airlines Corporation, et al.*, Case No. 05-17930 (ALG) (Bankr. S.D.N.Y. Oct. 7, 2005) [Docket No. 1884, 71:19-25] (holding that the section 1110(c) return requirements impose a standard or

reasonableness upon debtors and counterparties); *In re FLYi, Inc., et al.*, Case No. 05-20011 (MFW) (Bankr. D. Del. Dec. 5 2005) [Docket No. 290] (same).

47. The Debtors submit that the procedures proposed herein and as reflected in the Proposed Order annexed hereto are reasonable insofar as they permit the Debtors to make rejected or abandoned Excess Equipment available to the relevant Lessors and Secured Parties at the locations identified on Exhibit A-1, Exhibit B-1 or any applicable Subsequent Rejection/Abandonment Notice and provide these parties with the records and documents related to such equipment. The procedures also ensure that the Secured Parties will receive the benefit of these returns by providing for the transfer of title to the relevant Excess Owned Equipment.

Notice

48. The Debtors have served this Motion on the following parties, or on their counsel if known: (i) the Office of the United States Trustee for the Southern District of New York, (ii) proposed counsel to the Committee, (iii) the Securities and Exchange Commission, (iv) the Lessors and Secured Parties listed in the Excess Leased Equipment Schedules and Excess Owned Equipment Schedules attached hereto, and (v) those parties that have requested notice in these cases.

49. No previous request for the relief sought herein has been made to this or any other Court.

WHEREFORE, the Debtors requests entry of the Proposed Order attached hereto as Exhibit E, granting the relief requested herein and such other and further relief as is just.

Dated: January 25, 2010
New York, New York

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Debra I. Grassgreen

Richard M Pachulski
Laura Davis Jones
Debra I. Grassgreen
Maria A. Bove
John W. Lucas

780 Third Avenue, 36th Floor
New York, New York 10017
Telephone: (212) 561-7700
Facsimile: (212) 561-7777

Proposed Attorneys for Debtors
and Debtors in Possession

EXHIBIT A-1

(Excess Leased Equipment To Be Rejected Immediately)

Excess Leased Equipment To Be Rejected as of Motion Filing Date

Lessors and Other Related Party Addresses	Lessee/Debtor	Engines Manufacturer, Model & Serial Number	Location	Effective Date
<u>Lessor:</u> GE Aircraft Engines 3701 S. Miami Blvd. Durham, NC 27703	Mesa Airlines, Inc.	General Electric Model: CF34-3B1 Serial Numbers: 872218 & 872898	3948 E Air Lane Phoenix, AZ 85034	February 9, 2010
<u>Lessor:</u> Engine Lease Finance Corporation 111 Huntington Avenue Boston, MA 02199	Mesa Airlines, Inc.	General Electric Model: CF34-8C1 Serial Number: 965557	3948 E Air Lane Phoenix, AZ 85034	February 9, 2010
<u>Lessor:</u> Engine Lease Finance Corporation 111 Huntington Avenue Boston, MA 02199	Mesa Airlines, Inc.	Rolls Royce Model: AE3007 Serial Number: CAE312275	4818-D Express Drive Charlotte, NC 28208	February 9, 2010
<u>Lessor:</u> Willis Leasing Finance Corporation 773 San Marin Drive Suite 2215 Novato, CA 94998 Telephone: (415) 408-4700 Fax: (415) 408-4701	Mesa Airlines, Inc.	General Electric Model: CR34-8C5 Serial Number: 194223	3948 E Air Lane Phoenix, AZ 85034	February 9, 2010

EXHIBIT A-2

**(Excess Leased Equipment To Be Rejected on Date to
Be Determined, Subject to Further Notice)**

Leased Equipment That May Be Subsequently Rejected

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Owner Participant:</u> M&T Credit Service LLC (formerly known as The First National Bank of Maryland) One M&T Plaza, Buffalo, NY 14203</p> <p><u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p>	Mesa Airlines, Inc.	de Havilland - DHC 8-202	434	N434YV	Pratt & Whitney - Model: PW123D SN: PCE-123323 & PCE-123324

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Owner Participant:</u> M&T Credit Service LLC (formerly known as The First National Bank of Maryland) One M&T Plaza, Buffalo, NY 14203</p> <p><u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p>	Mesa Airlines, Inc.	de Havilland - DHC 8-202	436	N436YV	Pratt & Whitney - Model: PW123D SN: PCE-123333 & PCE-123334
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department</p>	Mesa Airlines, Inc.	de Havilland - DHC 8-202	437	N437YV	Pratt & Whitney - Model: PW123D SN: PCE-123345 & PCE-AG0015

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 801-246-5819 Fax: 801-246-5053 <u>Owner Participant:</u> Cargill Leasing Corporation 6000 Clearwater Drive Minnetonka, MN 55343 <u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514					
<u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Owner Participant:</u> Cargill Leasing Corporation 6000 Clearwater Drive Minnetonka, MN 55343	Mesa Airlines, Inc.	de Havilland - DHC 8-202	449	N449YV	Pratt & Whitney - Model: PW123D SN: PCE-AG0008 & PCE-AG0009

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p>					
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Owner Participant:</u> Wells Fargo Equipment Finance (formerly First Security Bank) 733 Marquette Avenue Suite 700, Minneapolis, MN, 55402</p> <p><u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903</p>	Mesa Airlines, Inc.	de Havilland - DHC 8-202	444	N444YV	Pratt & Whitney - Model: PW123D SN: PCE123356 & PCE-AG0001

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514					
<u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Owner Participant:</u> Wells Fargo Equipment Finance (formerly First Security Bank) 733 Marquette Avenue Suite 700, Minneapolis, MN, 55402 <u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763 <u>Loan Participant:</u> Export Development Corporation	Mesa Airlines, Inc.	de Havilland - DHC 8-202	447	N447YV	Pratt & Whitney - Model: PW123D SN: PCE-AG0004 & PCE-AG0005

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514					
<u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Owner Participant:</u> Wells Fargo Equipment Finance (formerly First Security Bank) 733 Marquette Avenue Suite 700, Minneapolis, MN, 55402 <u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514	Mesa Airlines, Inc.	de Havilland - DHC 8-202	448	N448YV	Pratt & Whitney - Model: PW123D SN: PCE-AG0006 & PCE-AG0007

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Owner Participant:</u> Zions Credit Corporation 37 West 100 South Salt Lake City, UT 84101 Attn: Operations Manager Tel: 801-524-2230 Fax: 801-524-4988</p> <p><u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p>	Mesa Airlines, Inc.	de Havilland - DHC 8-202	445	N445YV	Pratt & Whitney - Model: PW123D SN: PCE123354 & PCE123355
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street</p>	Mesa Airlines, Inc.	de Havilland - DHC 8-202	446	N446YV	Pratt & Whitney - Model: PW123D SN: PCE-AG0002 & PCE-AG0003

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Owner Participant:</u> Zions Credit Corporation 37 West 100 South Salt Lake City, UT 84101 Attn: Operations Manager Tel: 801-524-2230 Fax: 801-524-4988 <u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514					
<u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053	Mesa Airlines, Inc.	de Havilland - DHC 8-202	454	N454YV	Pratt & Whitney - Model: PW123D SN: PCE-AG0014 & PCE-123346

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Participant:</u> PNCEF, LLC (formerly National City Leasing) 3 East Fourth Street Cincinnati, OH 45202</p> <p><u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p>					
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Owner Participant:</u> Integra Bank (formerly NCBE Leasing Corp.) 21 SE Third Street PO Box 868</p>	Mesa Airlines, Inc.	de Havilland - DHC 8-202	455	N455YV	Pratt & Whitney - Model: PW123D - SN: PCE-AG0018 & PCE-AG0019

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Evansville IN 47705 <u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514					
<u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Owner Participant:</u> Integra Bank (formerly NCBE Leasing Corp.) 21 SE Third Street PO Box 868 Evansville IN 47705 <u>Indenture Trustee:</u> Indenture Trustee: Fleet National Bank 111 Westminster Street	Mesa Airlines, Inc.	de Havilland - DHC 8-202	456	N456YV	Pratt & Whitney - Model: PW123D - SN: PCE-AE0002 & PCE-AE0003

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514					
<u>Lessor:</u> Avmax International Aircraft Leasing, Inc.2055 Pegasus Rd. N.E. Calgary, Alberta, T2E 8C3 Canada Attn: Don Parkin, Executive Vice PresidentTel:403-291-2464 Fax 403-291-5304	Mesa Airlines, Inc.	de Havilland - DHC 8-202	431	N991HA	Pratt & Whitney - Model: PW123D SN: PCE-123338 & PCE-123331
<u>Lessor:</u> Avmax International Aircraft Leasing, Inc.2055 Pegasus Rd. N.E. Calgary, Alberta, T2E 8C3 Canada Attn: Don Parkin, Executive Vice PresidentTel:403-291-2464 Fax 403-291-5304	Mesa Airlines, Inc.	de Havilland - DHC 8-202	426	N988HA	Pratt & Whitney - Model: PW123C - SN: 123316 & 123305
<u>Lessor:</u> Avmax International Aircraft Leasing, Inc.2055 Pegasus Rd. N.E. Calgary, Alberta, T2E 8C3 Canada Attn: Don Parkin, Executive Vice PresidentTel:403-291-2464	Mesa Airlines, Inc.	de Havilland - DHC 8-202	427	N989HA	Pratt & Whitney - Model: PW123C - SN: 123319 & 123317

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Fax 403-291-5304					
<u>Lessor:</u> Northstar Avlease Ltd. Northgate Aviation 600 Palmer Road NE Calgary, Alberta T2E 7R3 Attn: Peter Scheiwiller, President/Director Tel: 403-717-1231 Fax: 403-769-9069 Email: peter@northgateaviation.ca and	Mesa Airlines, Inc.	de Havilland - DHC 8-202	425	N987HA	Pratt & Whitney - Model: PW123C - SN: 123325 & 123312
<u>Lessor/Owner Trustee:</u> SW Holding Trust, c/o Wilmington Trust Company, as Owner Trustee Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Tel: 302-636-6366 Fax: 302-636-4140 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514 and <u>CIT Transportation Finance</u> 505 Fifth Avenue	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7115	N715SF	General Electric - Model: CF34-3A1 - SN: 807409 & 807410

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
New York, NY 10017 ATTN: Nick Pastushan (212) 771-1093					
<u>New Lessor:</u> Fluid CRJ One Statutory Trust c/o Wells Fargo Bank Northwest, National Association 299 South Main St, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Office Fax: 801-246-5053 <u>Loan Participant:</u> Landesbank Baden-Wurttemberg (LBBW) Am Hauptbahnhof 2 70173 Stuttgart ATTN: Lars Munsertmann 49-711-127-48765	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7137	N650ML	General Electric - Model: CF34-3B1 - SN: 872073 & 872074
<u>New Lessor:</u> Fluid CRJ One Statutory Trust c/o Wells Fargo Bank Northwest, National Association 299 South Main St, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Office Fax: 801-246-5053 <u>Loan Participant:</u> Landesbank Baden-Wurttemberg (LBBW) Am Hauptbahnhof 2 70173 Stuttgart ATTN: Lars Munsertmann 49-711-127-48765	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7139	N651ML	General Electric - Model: CF34-3B1 - SN: 872083 & 872084

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Lessor/Owner Trustee:</u> SW Holding Trust, c/o Wilmington Trust Company, as Owner Trustee Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Tel: 302-636-6366 Fax: 302-636-4140</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p> <p>and</p> <p><u>CIT Transportation Finance</u> 505 Fifth Avenue New York, NY 10017 ATTN: Nick Pastushan (212) 771-1093</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7154	N154SF	General Electric - Model: CF34-3B1 - SN: 872093 & 872094
<p><u>Owner Participant:</u> Bank of Hawaii Leasing, Inc. (formerly Pacific Century Leasing, Inc.) 130 Merchant Street, 19th Floor Honolulu, HI 96813 Attn: Leasing Manager Tel: 808-537-8198 Fax: 808-526-0964</p> <p><u>Loan Participant:</u></p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7156	N17156	General Electric - Model: CF34-3B1 - SN: 872099 & 872100

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p> <p><u>Indenture Trustee:</u> Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763</p>					
<p><u>Owner Participant:</u> AT&T Capital Services 2000 West SBC Center Drive Hoffman Estates, IL, 60196</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street; Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7172	N27172	General Electric - Model: CF34-3B1 - SN: 872135 & 872136

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Indenture Trustee:</u> Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763					
<u>Owner Participant:</u> AT&T Capital Services 2000 West SBC Center Drive Hoffman Estates, IL, 60196 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Export Development Corporation; 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514 <u>Indenture Trustee:</u> Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7173	N27173	General Electric - Model: CF34-3B1 - SN: 872139 & 872140

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 401-278-3766 Fax: 401-278-3763					
<u>Owner Participant:</u> Aircraft Services Corporation, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111; Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7175	N17175	General Electric - Model: CF34-3B1 - SN: 872137 & 872143

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> PNCEF, LLC (formerly National City Leasing) 3 East Fourth Street, Cincinnati, OH 45202 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514 <u>Indenture Trustee:</u> Fleet National Bank 111 Westminster Street RIMO 199 Providence, RI 02903 Attn: Corporate Trust Administration Tel: 401-278-3766 Fax: 401-278-3763	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7178	N37178	General Electric - Model: CF34-3B1 - SN: 872149 & 872148

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Participant:</u> AT&T Capital Services 2 000 West SBC Center Drive Hoffman Estates, IL, 60196</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd FloorB oston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7181	N77181	General Electric - Model: CF34-3B1 - SN: 872157 & 872156
<p><u>Owner Participant:</u> Bank of Hawaii Leasing, Inc. (formerly Pacific Century Leasing, Inc.) 130 Merchant Street19th Floor Honolulu, HI 96813 Attn: Leasing Manager Tel: 808-537-8198 Fax: 808-526-0964</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7185	N27185	General Electric - Model: CF34-3B1 - SN: 872165 & 872166

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Export Development Corporation 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Administration Fax: 613-598-2514</p> <p><u>Indenture Trustee: U.S. Bank Corporate Trust Services</u> One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> Aircraft Services Corporation, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7191	N27191	General Electric - Model: CF34-3B1 - SN: 872191 & 872190

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
(formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Mourant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Aircraft Services Corporation, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7195	N77195	General Electric - Model: CF34-3B1 - SN: 872203 & 872204

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
(formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Mourant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Polaris Holding Company, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7217	N17217	General Electric - Model: CF34-3B1 - SN: 872265 & 872268

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
(formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Mourant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Polaris Holding Company, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank)	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7218	N37218	General Electric - Model: CF34-3B1 - SN: 872267 & 872271

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. HelierJerseyChannel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Polaris Holding Company, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7228	N37228	General Electric - Model: CF34-3B1 - SN: 872295 & 872296

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> Polaris Holding Company, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7239	N47239	General Electric - Model: CF34-3B1 - SN: 872319 & 872320

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Attn: Corporate Trust Department; Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc.; Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7260	N77260	General Electric - Model: CF34-3B1 - SN: 872375 & 872378

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> De Nationale Investeringsbank N.V. 4 Carnegieplein, P.O. Box 380 2501 BH The Hague The Netherlands <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street alt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> De Nationale Investeringsbank N.V. 4 Carnegieplein, P.O. Box 380 2501 BH The Hague The Netherlands</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7264	N7264V	General Electric - Model: CF34-3B1 - SN: 872367 & 872366

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Newcourt Capital USA Inc. 1177 Avenue of the Americas 47th Floor New York, NY 10036 Attn: Richard Strollo Tel: 212-852-0852 Fax: 212-764-0825</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7275	N17275	General Electric - Model: CF34-3B1 - SN: 872417 & 872418

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> International Transport Finance Limited New York Office 609 Fifth Avenue New York, NY 10017-1021 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7278	N77278	General Electric - Model: CF34-3B1 - SN: 872425 & 872426
<u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7286	N77286	General Electric - Model: CF34-3B1 - SN: 872395 & 872396

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Landesbank Schleswig-Holstein, Girozentrale 50 Gresham Street GB - London EC2V 7A4 Tel: 44-171-600-8090 Fax: 44-171-726-6980</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7291	N7291Z	General Electric - Model: CF34-3B1 - SN: 872459 & 872446

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Landesbank Schleswig-Holstein, Girozentrale 50 Gresham Street GB - London EC2V 7A4 Tel: 44-171-600-8090 Fax: 44-171-726-6980 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7302	N77302	General Electric - Model: CF34-3B1 - SN: 872479 & 872480

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Landesbank Schleswig-Holstein, Girozentrale 50 Gresham Street GB - London EC2V 7A4 Tel: 44-171-600-8090 Fax: 44-171-726-6980</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7305	N7305V	General Electric - Model: CF34-3B1 - SN: 872491 & 872490

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Loan Participant:</u> Landesbank Schleswig-Holstein, Girozentrale 50 Gresham Street GB - London EC2V 7A4 Tel: 44-171-600-8090 Fax: 44-171-726-6980</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Landesbank Schleswig-Holstein, Girozentrale 50 Gresham Street</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7314	N27314	General Electric - Model: CF34-3B1 - SN: 872511 & 872512

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
GB - London EC2V 7A4 Tel: 44-171-600-8090 Fax: 44-171-726-6980 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> International Transport Finance Limited New York Office 609 Fifth Avenue New York, NY 10017-1021	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7318	N27318	General Electric - Model: CF34-3B1 - SN: 872519 & 872520

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Newcourt Capital USA Inc. 1177 Avenue of the Americas 47th Floor New York, NY 10036 Attn: Richard Strollo Tel: 212-852-0852 Fax: 212-764-0825	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7325	N97325	General Electric - Model: CF34-3B1 - SN: 872539 & 872540

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Transamerica Aviation LLC (formerly Transamerica Aviation 429/448 Corp) 2700 West Plano Parkway Plano, TX 75075 Attn: SVP Fax: 972 881 6620 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Bombardier Capital Inc. PO Box 991 261 Mountain View Drive Colchester, VT 05446 Attn: VP and GM, Bombardier Capital Aviation Services Tel: 802-654-8111 Fax: 802-654-8445	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7331	N77331	General Electric - Model: CF34-3B1 - SN: 872552 & 872550

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Transamerica Aviation LLC (formerly Transamerica Aviation 429/448 Corp) 2700 West Plano Parkway Plano, TX 75075 Attn: SVP Fax: 972 881 6620 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Bombardier Capital Inc. PO Box 991 261 Mountain View Drive Colchester, VT 05446 Attn: VP and GM, Bombardier Capital Aviation Services Tel: 802-654-8111 Fax: 802-654-8445	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7337	N17337	General Electric - Model: CF34-3B1 - SN: 872561 & 872560

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Newcourt Capital USA Inc. 1177 Avenue of the Americas 47th Floor New York, NY 10036 Attn: Richard Strollo Tel: 212-852-0852 Fax: 212-764-0825	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7342	N37342	General Electric - Model: CF34-3B1 - SN: 872583 & 872622

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Deutsche VerkehrsBank AG New York Office 609 Fifth Avenue New York, NY 10019 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7353	N87353	General Electric - Model: CF34-3B1 - SN: 872611 & 872612

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Newcourt Capital USA Inc. 1177 Avenue of the Americas 47th Floor New York, NY 10036 Attn: Richard Strollo Tel: 212-852-0852 Fax: 212-764-0825 <u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7358	N17358	General Electric - Model: CF34-3B1 - SN: 872623 & 872628

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Fax: 617-603-6669					
<u>Lessor:</u> Bombardier Services Corporation 261 Mountain View Drive Colchester, VT 05446 Attn: Secretary Fax: 802-654-8434	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7388	N591ML	General Electric - Model: CF34-3B1 - SN: 872692 & 872697
<u>Lessor:</u> Bombardier Services Corporation 261 Mountain View Drive Colchester, VT 05446 Attn: Secretary Fax: 802-654-8434;	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7422	N75991	General Electric - Model: CF34-3B1 - SN: 872780 & 872783
<u>Owner Participant:</u> AFS Investments XLII LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053 <u>Series A Loan Participant:</u> DVB Bank AG Loan Administration Friedrick-Ebert-Anlage 2-14	Mesa Airlines, Inc.	CRJ-700	10047	N501MJ	SN: 965299 & 965318

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
60325 Frankfurt Germany Tel. No. +49 69 97504 429 Fax. No. +49 69 97504 526 <u>Series B Loan Participant:</u> Citicorp Leasing, Inc. 450 Mamaroneck Avenue Harrison, NY 10528 Attn: AFG-SI Credit Head Tel: 914 899 7000 Fax: 914 899 7389 <u>Indenture Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Attn: Corporate Trust Administration Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140					
<u>Owner Participant:</u> AFS Investments XLII LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819	Mesa Airlines, Inc.	CRJ-700	10050	N502MJ	SN: 965315 & 965302

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Fax: 801 246 5053 <u>Series A Loan Participant:</u> DVB Bank AG Loan Administration Friedrich-Ebert-Anlage 2-14 60325 Frankfurt Germany Tel. No. +49 69 97504 429 Fax. No. +49 69 97504 526 <u>Series B Loan Participant:</u> Citicorp Leasing, Inc. 450 Mamaroneck Avenue Harrison, NY 10528 Attn: AFG-SI Credit Head Tel: 914 899 7000 Fax: 914 899 7389 <u>Indenture Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Attn: Corporate Trust Administration Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140					
<u>Owner Participant:</u> AFS Investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680	Mesa Airlines, Inc.	CRJ-700	10058	N503MJ	SN: 965341 & 965325

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053					
<u>Owner Participant:</u> AFS Investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10066	N504MJ	SN: 965355 & 965322
<u>Owner Participant:</u> AFS Investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street	Mesa Airlines, Inc.	CRJ-700	10070	N505MJ	SN: 965367 & 965364

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053					
Owner Participant: AFS Investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10073	N506MJ	SN 965357 & 965370
Owner Participant: AFS Investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10077	N507MJ	SN: 965377 & 965376

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Owner Participant: AFS Investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 Owner Trustee: Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10087	N508MJ	SN 965387 & 965400
Owner Participant: AFS Investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 Owner Trustee: Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10101	N510MJ	SN: 965419 & 965440
Owner Participant: AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road	Mesa Airlines, Inc.	CRJ-700	10104	N511MJ	SN: 965425 & 065392

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Stamford, CT 06927 Attn: Head of Portfolio and Risk Mangement Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053					
<u>Owner Participant:</u> Polaris Holding Company, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7231	N17231	General Electric - Model: CF34-3B1 - SN: 872303 & 872304
<u>Lessor:</u> Bombardier Capital Inc. 261 Mountain View Drive Colchester, VT 05446 Attn: Dir, Aircraft Financing Fax: 802 764 5233 Tel: 802 764 5215;	Mesa Airlines, Inc.	CRJ-700	10262	N521LR	SN 194507 & 194506

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lessor:</u> Bombardier Capital Inc. 261 Mountain View Drive Colchester, VT 05446 Attn: Dir, Aircraft Financing Fax: 802 764 5233 Tel: 802 764 5215;	Mesa Airlines, Inc.	CRJ-700	10262	N522LR	SN: 194517 & 194518
<u>Owner Participant:</u> AFS investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel: 203 357 4482 Fax: 203 357 6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15002	N902FJ	SN 194201 & 194202
<u>Owner Participant:</u> AFS investments XLIV LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel: 203 357 4482 Fax: 203 357 6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA,	Mesa Airlines, Inc.	CRJ-900	15003	N903FJ	SN: 194203 & 194204

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053					
<u>Owner Participant:</u> AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15004	N904FJ	SN: 194205 & 194206
<u>Owner Participant:</u> AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819	Mesa Airlines, Inc.	CRJ-900	15005	N905J	SN: 194209 & 194208

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Fax: 801 246 5053					
<u>Owner Participant:</u> AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15006	N906FJ	SN: 194211 & 194212
<u>Owner Participant:</u> AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel. No. (203) 357-4482 Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15007	N907FJ	SN 194215 & 194216
<u>Owner Participant:</u> AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc.	Mesa Airlines, Inc.	CRJ-900	15008	N908FJ	SN: 194217 & 194214

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel. No. (203) 357-4482 Fax No. (203) 357-6680 Owner Trustee: Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053					
Owner Participant: AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel. No. (203) 357-4482 Fax No. (203) 357-6680 Owner Trustee: Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15009	N909FJ	SN: 194221 & 194222
Owner Participant: AFS Investments 60 LLC c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Head of Portfolio and Risk Management Tel. No. (203) 357-4482	Mesa Airlines, Inc.	CRJ-900	15010	N910FJ	SN: 194225 & 194224

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Fax No. (203) 357-6680 <u>Owner Trustee:</u> Wells Fargo Bank Northwest, NA, 299 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801 246 5819 Fax: 801 246 5053					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; <u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u>	Mesa Airlines, Inc.	CRJ-900	15022	N922FJ	SN: 194249 & 194248

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 Head Lessor: Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
Beneficiary: Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; Servicer: Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; Lessor: RASPRO Trust 2005 c/o Wilmington Trust Company	Mesa Airlines, Inc.	CRJ-900	15023	N923FJ	SN: 194251 & 194250

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 <u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446	Mesa Airlines, Inc.	CRJ-900	15024	N924FJ	SN: 194255 & 194252

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434;</p> <p><u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000</p> <p><u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005</p> <p><u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630</p>					
<p><u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446</p>	Mesa Airlines, Inc.	CRJ-900	15025	N925FJ	SN: 194253 & 194254

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434;</p> <p><u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434;</p> <p><u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000</p> <p><u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005</p> <p><u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053</p>					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Confirmation: 801 246 5630					
<p><u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434;</p> <p><u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434;</p> <p><u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000</p> <p><u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000</p>	Mesa Airlines, Inc.	CRJ-900	15026	N926LR	SN: 194257 & 194256

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Ref: RASPRO Trust 2005 <u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; <u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000	Mesa Airlines, Inc.	CRJ-900	15027	N927LR	SN: 194259 & 194258

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005</p> <p><u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630</p>					
<p><u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434;</p> <p><u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434;</p> <p><u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company</p>	Mesa Airlines, Inc.	CRJ-900	15028	N928LR	SN: 194261 & 194260

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 <u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991	Mesa Airlines, Inc.	CRJ-900	15029	N929LR	SN: 194263 & 194262

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; <u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 <u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing	Mesa Airlines, Inc.	CRJ-900	15030	N930LR	SN: 194265 & 194266

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Fax: 802 625 8434;</p> <p><u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434;</p> <p><u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000</p> <p><u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005</p> <p><u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630</p>					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434;</p> <p><u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434;</p> <p><u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000</p> <p><u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005</p>	Mesa Airlines, Inc.	CRJ-900	15031	N931LR	SN: 194267 & 194268

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; <u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u>	Mesa Airlines, Inc.	CRJ-900	15032	N932LR	SN: 194269 & 194270

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 Head Lessor: Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
Beneficiary: Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; Servicer: Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; Lessor: RASPRO Trust 2005 c/o Wilmington Trust Company	Mesa Airlines, Inc.	CRJ-900	15033	N933LR	SN: 194271 & 194272

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 <u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation	Mesa Airlines, Inc.	CRJ-900	15034	N934FJ	SN: 194273 & 194274

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; <u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 <u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u>	Mesa Airlines,	CRJ-900	15035	N935LR	SN: 194275 &

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; <u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000 <u>Collateral Agent:</u> Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005	Inc.				194276

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630					
<u>Beneficiary:</u> Bombardier Services Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 625 8434; <u>Servicer:</u> Bombardier Service Corporation 261 Mountain View Drive PO Box 991 Colchester, VT 05446 Attn: Director, Aircraft Securitization Servicing Fax: 802 654 8434; <u>Lessor:</u> RASPRO Trust 2005 c/o Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Confirmation: 302 636 6000	Mesa Airlines, Inc.	CRJ-900	15038	N938LR	SN: 194287 & 194286
<u>Collateral Agent:</u>	Mesa Airlines,	CRJ-900	15039	N939LR	SN: 194289 &

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Wilmington Trust Company Rodney Square North 1100 N. Market Street Wilmington, DE 19890-0001 Fax: 302 636 4140 Confirmation: 302 636 6000 Ref: RASPRO Trust 2005 <u>Head Lessor:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Attn: Corporate Trust Services Fax: 801 246 5053 Confirmation: 801 246 5630 <u>Loan Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Tel: 302 636-6000 Ref: Mesa Airlines 2007	Inc.				194302
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u>	Mesa Airlines, Inc.	ERJ-145	145179	N825MJ	Allison - Model: A3007-A1 - SN: 311230 & 311233

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Wells Fargo Bank Minnesota, N.A. 6th & Marquette Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A.	Mesa Airlines, Inc.	ERJ-145	145214	N826MJ	Allison - Model: A3007-A1 - SN: 311312 & 311322

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
6th & Marquette Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145217	N827MJ	Allison - Model: A3007-A1 - SN: 311321 & 311323

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145218	N828MJ	Allison - Model: A3007-A1 - SN: 311324 & 311311

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145228	N829MJ	Allison - Model: A3007-A1 - SN: 311342 & 311343

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145259	N830MJ	Allison - Model: A3007-A1 - SN: 311428 & 311430

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145273	N831MJ	Allison - Model: A3007-A1 - SN: 311403 & 311406

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> debis Financial Services LLC. 201 Merritt 7, Suite 700 Norwalk, CT 06856 Attn: Aircraft Finance Tel: 203 847-4500 Fax: 203 750-7079 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette Minneapolis, MN 55479	Mesa Airlines, Inc.	ERJ-145	145310	N832MJ	Allison - Model: A3007-A1 - SN: 311513 & 311555

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145327	N833MJ	Allison - Model: A3007-A1 - SN: 311538 & 311556

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145340	N834MJ	Allison - Model: A3007-A1 - SN: 311591 & 311592

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> debis Financial Services LLC. 201 Merritt 7, Suite 700 Norwalk, CT 06856 Attn: Aircraft Finance Tel: 203 847-4500 Fax: 203 750-7079 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette Minneapolis, MN 55479	Mesa Airlines, Inc.	ERJ-145	145353	N835MJ	Allison - Model: A3007-A1 - SN: 311613 & 311618

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825</p> <p><u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244</p> <p><u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> debis Financial Services LLC. 201 Merritt 7, Suite 700 Norwalk, CT 06856 Attn: Aircraft Finance Tel: 203 847-4500 Fax: 203 750-7079</p> <p><u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette Minneapolis, MN 55479</p>	Mesa Airlines, Inc.	ERJ-145	145359	N836MJ	Allison - Model: A3007-A1 - SN: 311628 & 311627

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145367	N837MJ	Allison - Model: A3007-A1 - SN: 311632 & 311633

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145384	N838MJ	Allison - Model: A3007-A1 - SN: 311682 & 311685

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> General Electric Capital Corporation c/o GE Capital Aviation Services, Inc. 201 High Ridge Road Stamford, CT 06927 Attn: Leader- Contracts Tel: (203) 357-4482 Fax (203) 357-3201 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette	Mesa Airlines, Inc.	ERJ-145	145416	N839MJ	Allison - Model: A3007-A1 - SN: 311746 & 311749

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Minneapolis, MN 55479 Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 21) 277-7995 Fax: 011 (55 21) 220-8244 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Transamerica Aviation LLC (formerly Transamerica Aviation 429/448 Corp) 2700 West Plano Parkway Plano, TX 75075 Attn: SVP Fax: 972 881 6620 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Minnesota, N.A. 6th & Marquette Minneapolis, MN 55479	Mesa Airlines, Inc.	ERJ-145	145448	N841MJ	Allison - Model: A3007-A1 - SN: 311815 & 311817

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Attn: Corporate Trust Services Tel: 612 316 1445 fax 612 667 9825</p> <p><u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2</p> <p><u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> Philip Morris Capital Corporation: 225 High Ridge Road, Suite 300 Stamford, CT 06905 Attn: Vice President, Structured Finance</p> <p><u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053</p> <p><u>Lender:</u></p>	Mesa Airlines, Inc.	ERJ-145	145457	N842MJ	Allison - Model: A3007-A1 - SN: 311829 & 311836

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2</p> <p>Security Trustee: U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Participant:</u> Philip Morris Capital Corporation: 225 High Ridge Road, Suite 300 Stamford, CT 06905 Attn: Vice President, Structured Finance</p> <p><u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053</p> <p><u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2</p> <p>Security Trustee: U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>	Mesa Airlines, Inc.	ERJ-145	145478	N843MJ	Allison - Model: A3007-A1 - SN: 311877 & 311878
<p><u>Owner Participant:</u> Philip Morris Capital Corporation: 225 High Ridge Road, Suite 300 Stamford, CT 06905 Attn: Vice President, Structured Finance</p>	Mesa Airlines, Inc.	ERJ-145	145481	N844MJ	Allison - Model: A3007-A1 - SN: 311846 & 311889

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053</p> <p><u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2</p> <p>Security Trustee: U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> Philip Morris Capital Corporation: 225 High Ridge Road, Suite 300 Stamford, CT 06905 Attn: Vice President, Structured Finance</p> <p><u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111</p>	Mesa Airlines, Inc.	ERJ-145	145502	N845MJ	Allison - Model: A3007-A1 - SN: 311929 & 311931

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053</p> <p><u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2</p> <p>Security Trustee: U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>					
<p><u>Owner Participant:</u> Philip Morris Capital Corporation: 225 High Ridge Road, Suite 300 Stamford, CT 06905 Attn: Vice President, Structured Finance</p> <p><u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053</p>	Mesa Airlines, Inc.	ERJ-145	145507	N846MJ	Allison - Model: A3007-A1 - SN: 311832 & 311932

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145517	N847MJ	Allison - Model: A3007-A1 - SN: 311938 & 311955

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145530	N848MJ	Allison - Model: A3007-A1 - SN: 311972 & 311969

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2) <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145534	N849MJ	Allison - Model: A3007-A1 - SN: 312003 & 312004

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145568	N850MJ	Allison - Model: A3007-A1 - SN: 312056 & 312057

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145572	N851MJ	Allison - Model: A3007-A1 - SN: 312074 & 312058

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145567	N852MJ	Allison - Model: A3007-A1 - SN: 312089 & 312092

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145464	N853MJ	Allison - Model: A3007-A1 - SN: 311738 & 311669

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145490	N854MJ	Allison - Model: A3007-A1 - SN: 311904 & 311905

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145614	N855MJ	Allison - Model: A3007-A1 - SN: 312121 & 312122

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Fleet National Bank c/o Fleet Capital Leasing One Financial Plaza, 2nd Floor Providence, RI 02903 Attn: Senior Credit Officer Tel: 401 278 8000 Fax: 401 278 8022 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053	Mesa Airlines, Inc.	ERJ-145	145626	N856MJ	Allison - Model: A3007-A1 - SN: 312145 & 312146

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2) <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Citicorp North America, Inc. 450 Mamaroneck Ave., 4th Flr Harrison, NY 10528 Attn: Asset Finance Group Credit Head Tel: 914 899-7191 Fax: 914 899-7389 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao	Mesa Airlines, Inc.	ERJ-145	145765	N857MJ	Allison - Model: A3007-A1 - SN: 312483 & 312489

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2) <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Citicorp North America, Inc. 450 Mamaroneck Ave., 4th Flr Harrison, NY 10528 Attn: Asset Finance Group Credit Head Tel: 914 899-7191 Fax: 914 899-7389 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2	Mesa Airlines, Inc.	ERJ-145	145767	N858MJ	Allison - Model: A3007-A1 - SN: 312501 & 312504

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Citicorp North America, Inc. 450 Mamaroneck Ave., 4th Flr Harrison, NY 10528 Attn: Asset Finance Group Credit Head Tel: 914 899-7191 Fax: 914 899-7389 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services	Mesa Airlines, Inc.	ERJ-145	145769	N859MJ	Allison - Model: A3007-A1 - SN: 312505 & 312509

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Citicorp North America, Inc. 450 Mamaroneck Ave., 4th Flr Harrison, NY 10528 Attn: Asset Finance Group Credit Head Tel: 914 899-7191 Fax: 914 899-7389 <u>Owner Trustee/Lessor:</u> Wells Fargo Bank Northwest, N.A. 79 south Main Street Salt Lake City, UT 84111 Attn Corporate Trust Department Tel: 801 246-5819 Fax: 801 246-5053 <u>Lender:</u> Agencia Especial de Financiamento Industrial - Finame c/o Departamento de Credito a Exportacao BNDES - Exim Av. Republica do Chile, No. 100-18 andar CEP 20139-900 Rio de Janeiro - RJ Brazil Attn: Director de Operacoes - DIROP2 Tel: 011 (55 2 <u>Security Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss	Mesa Airlines, Inc.	ERJ-145	145773	N860MJ	Allison - Model: A3007-A1 - SN: 312513 & 312515

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NACorporate Trust Services 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053 <u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith, Ferrier Hodgson, or James Henry Stewart Level 25, 140 William Street Melbourne VIC 3000 Tel: 613-3904-5113 Fax: 613-9642-5887 <u>Lenders:</u> DVB Bank AG, London Branch 80 Cheapside London EC2V 6EE Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936 DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road #06-03ASIA Building Singapore 68896 Attn: Frank Wulf Tel: +65 6230 6709 Fax: +65 6536 3066	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7336	N75998	General Electric - Model: CF34-3B1 - SN: 872565 & 872564

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Participant:</u> Aircraft Services Corporation, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053</p> <p><u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333</p> <p><u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7202	N47202	General Electric - Model: CF34-3B1 - SN: 872229 & 872220

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. HelierJerseyChannel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333					
<u>Owner Participant:</u> Aircraft Services Corporation, c/o GE Capital Aviation Services, Inc. Attn: Leader-Contracts 201 High Ridge Road Stamford, CT 06927 Tel: 203-357-4482 Fax: 203-357-3201 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA (formerly First Security Bank) 79 South Main Street Salt Lake City, UT 84111 Attn: Corporate Trust Department Tel: 801-246-5819 Fax: 801-246-5053 <u>Loan Participant:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. HelierJerseyChannel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7208	N37208	General Electric - Model: CF34-3B1 - SN: 872241 & 872242

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Indenture Trustee:</u> U.S. Bank Corporate Trust Services One Federal Street, 3rd Floor Boston, MA 02110 Attn: David Ganss Tel: 617-603-6580 Fax: 617-603-6669					
<u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith Ferrier Hodgson or James Henry Stewart Level 25 140 William Street Melbourne VIC 3000 Tel: 613 3904 5113 Fax: 613 9642 5887 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA Corporate Trust Services MAC: U1228-120 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053 <u>Lenders:</u> DVB Bank AG London Branch 80 Cheapside London EC2V 6EE Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7367	N75994	General Electric - Model: CF34-3B1 - SN: 872645 & 872646

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road, #06-03A SIA Building Singapore 68896 Attn: Frank Wulf Tel: +65 6230 6709 Fax: +65 6536 3066 BNP Paribas CIB - Structured Finance Aviation Finance Group - Asset Mangement (CHD02A1) 37, Place du Marche Saint-Honore 75031 Paris cedex 01 - France Attn: Christophe Thie Baut-George Tel:+33 1 4316 8119 Fax: +33 1 42 986399 Commerzbank Aktiengesellschaft, Singapore Branch Corporate & Institutional Banking/ Risk Management 8 Shenton Way #42-01 Temaasek Tower 068811 Singapore Attn: Ms. Iris Chia / Mr. Philip Ong Tel: 65 6311 0678/ 65 6311 0727 Fax 65 6226 2792;					
<u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith Ferrier Hodgson or James Henry Stewart Level 25	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7372	N75993	General Electric - Model: CF34-3B1 - SN: 872656 & 872661

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
140 William Street Melbourne VIC 3000 Tel: 613 3904 5113 Fax: 613 9642 5887 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA Corporate Trust Services MAC: U1228-120 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053 <u>Lenders:</u> DVB Bank AG London Branch 80 Cheapside London EC2V 6EE Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936 DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road, #06-03A SIA Building Singapore 68896 Attn: Frank Wulf Tel: +65 6230 6709 Fax: +65 6536 3066 BNP Paribas CIB - Structured Finance Aviation Finance Group - Asset Mangement (CHD02A1) 37, Place du Marche Saint-Honore					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
75031 Paris cedex 01 - France Attn: Christophe Thie Baut-George Tel:+33 1 4316 8119 Fax: +33 1 42 986399 Commerzbank Aktiengesellschaft, Singapore Branch Corporate & Institutional Banking/ Risk Management 8 Shenton Way #42-01 Temasek Tower 068811 Singapore Attn: Ms. Iris Chia / Mr. Philip Ong Tel: 65 6311 0678/ 65 6311 0727 Fax 65 6226 2792;					
<u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith Ferrier Hodgson or James Henry Stewart Level 25 140 William Street Melbourne VIC 3000 Tel: 613 3904 5113 Fax: 613 9642 5887 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA Corporate Trust Services MAC: U1228-120 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7401	N75992	General Electric - Model: CF34-3B1 - SN: 872722 & 872723

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Lenders:</u> DVB Bank AG London Branch 80 Cheapside London EC2V 6EE Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936</p> <p>DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road, #06-03A SIA Building Singapore 68896 Attn: Frank Wulf Tel: +65 6230 6709 Fax: +65 6536 3066</p> <p>BNP Paribas CIB - Structured Finance Aviation Finance Group - Asset Mangement (CHD02A1) 37, Place du Marche Saint-Honore 75031 Paris cedex 01 - France Attn: Christophe Thie Baut-George Tel:+33 1 4316 8119 Fax: +33 1 42 986399</p> <p>Commerzbank Aktiengesellschaft, Singapore Branch Corporate & Institutional Banking/ Risk Management 8 Shenton Way #42-01 Temasek Tower 068811 Singapore Attn: Ms. Iris Chia / Mr. Philip Ong Tel: 65 6311 0678/ 65 6311 0727 Fax 65 6226 2792;</p>					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith Ferrier Hodgson or James Henry Stewart Level 25 140 William Street Melbourne VIC 3000 Tel: 613 3904 5113 Fax: 613 9642 5887</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA Corporate Trust Services MAC: U1228-120 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053</p> <p><u>Lenders:</u> DVB Bank AG London Branch 80 Cheapside London EC2V 6EE Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936</p> <p>DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road, #06-03A SIA Building Singapore 68896 Attn: Frank Wulf</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7405	N75987	General Electric - Model: CF34-3B1 - SN: 872737 & 872738

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Tel: +65 6230 6709 Fax: +65 6536 3066</p> <p>BNP Paribas CIB - Structured Finance Aviation Finance Group - Asset Mangement (CHD02A1) 37, Place du Marche Saint-Honore 75031 Paris cedex 01 - France Attn: Christophe Thie Baut-George Tel:+33 1 4316 8119 Fax: +33 1 42 986399</p> <p>Commerzbank Aktiengesellschaft, Singapore Branch Corporate & Institutional Banking/ Risk Management 8 Shenton Way #42-01 Temasek Tower 068811 Singapore Attn: Ms. Iris Chia / Mr. Philip Ong Tel: 65 6311 0678/ 65 6311 0727 Fax 65 6226 2792;</p>					
<p><u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith Ferrier Hodgson or James Henry Stewart Level 25 140 William Street Melbourne VIC 3000 Tel: 613 3904 5113 Fax: 613 9642 5887</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7422	N75991	General Electric - Model: CF34-3B1 - SN: 872780 & 872783

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA Corporate Trust Services MAC: U1228-120 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053</p> <p><u>Lenders:</u> DVB Bank AG London Branch 80 Cheapside London EC2V 6EE Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936</p> <p>DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road, #06-03A SIA Building Singapore 68896 Attn: Frank Wulf Tel: +65 6230 6709 Fax: +65 6536 3066</p> <p>BNP Paribas CIB - Structured Finance Aviation Finance Group - Asset Mangement (CHD02A1) 37, Place du Marche Saint-Honore 75031 Paris cedex 01 - France Attn: Christophe Thie Baut-George Tel:+33 1 4316 8119 Fax: +33 1 42 986399</p>					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Commerzbank Aktiengesellschaft, Singapore Branch Corporate & Institutional Banking/ Risk Management 8 Shenton Way #42-01 Temasek Tower 068811 Singapore Attn: Ms. Iris Chia / Mr. Philip Ong Tel: 65 6311 0678/ 65 6311 0727 Fax 65 6226 2792;					
<u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith Ferrier Hodgson or James Henry Stewart Level 25 140 William Street Melbourne VIC 3000 Tel: 613 3904 5113 Fax 613 9642 5887 <u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA Corporate Trust Services MAC: U1228-120 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053 <u>Lenders:</u> DVB Bank AG London Branch 80 Cheapside London EC2V 6EE	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7357	N75996	General Electric - Model: CF34-3B1 - SN: 872621 & 872624

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936</p> <p>DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road, #06-03A SIA Building Singapore 68896 Attn: Frank Wulf Tel: +65 6230 6709 Fax: +65 6536 3066</p> <p>BNP Paribas CIB - Structured Finance Aviation Finance Group - Asset Mangement (CHD02A1) 37, Place du Marche Saint-Honore 75031 Paris cedex 01 - France Attn: Christophe Thie Baut-George Tel:+33 1 4316 8119 Fax: +33 1 42 986399</p> <p>Commerzbank Aktiengesellschaft, Singapore Branch Corporate & Institutional Banking/ Risk Management 8 Shenton Way #42-01 Temaasek Tower 068811 Singapore Attn: Ms. Iris Chia / Mr. Philip Ong Tel: 65 6311 0678/ 65 6311 0727 Fax 65 6226 2792;</p>					
<p><u>Owner Participant:</u> Anst Lednek Airlines (Aust) PTY Limited Australian company Number 000 579 680 Formerly Kendell Airlines (Aust) Pty Limited c/o Greg Pollard Meredith</p>	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7361	N75995	General Electric - Model: CF34-3B1 - SN: 872633 & 872634

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Ferrier Hodgson or James Henry Stewart Level 25 140 William Street Melbourne VIC 3000 Tel: 613 3904 5113 Fax: 613 9642 5887</p> <p><u>Owner Trustee / Lessor:</u> Wells Fargo Bank Northwest, NA Corporate Trust Services MAC: U1228-120 299 South Main Street, 12th Floor Salt Lake City, UT 84111 Tel: 801-246-5630 Fax: 801-246-5053</p> <p><u>Lenders:</u> DVB Bank AG London Branch 80 Cheapside London EC2V 6EE Attn: David Goring-Thomas Tel: 212-224-8341 Fax: 212-588-8936</p> <p>DVB Group Merchant Bank (Asia) Ltd. 77 Robinson Road, #06-03A SIA Building Singapore 68896 Attn: Frank Wulf Tel: +65 6230 6709 Fax: +65 6536 3066</p> <p>BNP Paribas CIB - Structured Finance Aviation Finance Group - Asset Mangement</p>					

Lessors and Other Related Party Addresses	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
(CHD02A1) 37, Place du Marche Saint-Honore 75031 Paris cedex 01 - France Attn: Christophe Thie Baut-George Tel:+33 1 4316 8119 Fax: +33 1 42 986399 Commerzbank Aktiengesellschaft, Singapore Branch Corporate & Institutional Banking/ Risk Management 8 Shenton Way #42-01 Temaasek Tower 068811 Singapore Attn: Ms. Iris Chia / Mr. Philip Ong Tel: 65 6311 0678/ 65 6311 0727 Fax 65 6226 2792;					

EXHIBIT B-1

(Excess Owned Equipment To Be Abandoned Immediately)

Excess Owned Equipment To Be Abandoned as of Motion Filing Date

Secured Parties and Other Related Party Addresses	Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number	Location
N/A						

EXHIBIT B-2

**(Excess Owned Equipment To Be Abandoned on Date to
Be Determined, Subject to Further Notice)**

Owned Equipment That May Be Subsequently Abandoned

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Lender:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited 22 Grenville Street St. Helier Jersey Channel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> Manufacturers and Traders Trust Company 25 South Charles Street Mail Code 101-591 Baltimore, MD 21201 Attn: Corporate Trust Department Fax: 410-244-4236	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7209	N571ML	General Electric - Model: CF34-3B1 - SN: 872244 & 872260
<u>Lender:</u> Canadian Regional Aircraft Finance Transaction No. 1 Limited2 2 Grenville Street St. Helier Jersey Channel Islands Attn: Maurant & Co. Secretaries Limited, Group 12 Tel 44 (0) 1534 609 000 Fax: 44 (0) 1534 609 333 <u>Indenture Trustee:</u> Manufacturers and Traders Trust Company	Mesa Airlines, Inc.	CL-600-2B19 (CRJ-200)	7209	N571ML	General Electric - Model: CF34-3B1 - SN: 872244 & 872260

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
25 South Charles Street Mail Code 101-591 Baltimore, MD 21201 Attn: Corporate Trust Department Fax: 410-244-4236					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10094	N509MJ	SN: 965415 & 965422
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000	Mesa Airlines, Inc.	CRJ-700	10109	N512MJ	SN: 965448 & 965446

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10111	N513MJ	SN: 965449 & 965459
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee	Mesa Airlines, Inc.	CRJ-700	10116	N514MJ	SN: 965463 & 965466

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-700	10117	N515MJ	SN: 965459 & 965468

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p><u>Initial Senior Lender:</u> Export Development Canada 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Services & Asset Mangement - Transportation Fax: 613 598 2514 & 613 598 3186</p> <p><u>Initial Subordinate Lender:</u> Bombardier Capital Inc. 261 Mountain View Drive P.O. Box 991 Colchester, VT 05446 Attn: Director, Aircraft Financing Fax: 802 764 5233</p> <p><u>Loan Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Tel: 302 636-6000 Ref: Mesa Airlines 2007</p>	Mesa Airlines, Inc.	CRJ-700	10258	N516LR	SN: 194439 & 194430
<p><u>Initial Senior Lender:</u> Export Development Canada 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3</p>	Mesa Airlines, Inc.	CRJ-700	10259	N518LR	SN: 194485 & 194480

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Attn: Loans Services & Asset Mangement - Transportation Fax: 613 598 2514 & 613 598 3186 <u>Initial Subordinate Lender:</u> Bombardier Capital Inc. 261 Mountain View Drive P.O. Box 991 Colchester, VT 05446 Attn: Director, Aircraft Financing Fax: 802 764 5233 <u>Loan Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Tel: 302 636-6000 Ref: Mesa Airlines 2007					
<u>Initial Senior Lendor:</u> Export Development Canada 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Services & Asset Mangement - Transportation Fax: 613 598 2514 & 613 598 3186	Mesa Airlines, Inc.	CRJ-700	10260	N519LR	SV: 194495 & 194496

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Initial Subordinate Lender:</u> Bombardier Capital Inc. 261 Mountain View Drive P.O. Box 991 Colchester, VT 05446 Attn: Director, Aircraft Financing Fax: 802 764 5233 <u>Loan Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Tel: 302 636-6000 Ref: Mesa Airlines 2007					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor	Mesa Airlines, Inc.	CRJ-900	15011	N911FJ	SN: 194231 & 194230

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15012	N912FJ	SN: 194299 & 194226
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140;	Mesa Airlines, Inc.	CRJ-900	15013	N913FJ	SN: 184233 & 194228

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15014	N914FJ	SN: 194235 & 194234
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust	Mesa Airlines, Inc.	CRJ-900	15015	N915FJ	SN: 194227 & 194232

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department	Mesa Airlines, Inc.	CRJ-900	15016	N916FJ	SN: 194237 & 194236

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15017	N917FJ	SN: 194239 & 194238
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest,	Mesa Airlines, Inc.	CRJ-900	15018	N918FJ	SN: 194241 & 194240

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15019	N919FJ	SN: 194243 & 194242
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street	Mesa Airlines, Inc.	CRJ-900	15020	N920FJ	SN 194245 & 194244

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053					
<u>Lender:</u> CRJ Equipment Trust c/o Wilmington Trust Company, as Issuer Trustee Rodney Square North 1100 N. Market Street Wilmington, DE 19890 Tel: 302 651 1000 Fax: 302 636 4140; <u>Security Agent:</u> Wells Fargo Bank Northwest, NA 299 South Main Street, 12th Floor Slat Lake city, UT 84111 Attn: Corporate Truste Department Tel: 801 246 5630 Fax: 801 246 5053	Mesa Airlines, Inc.	CRJ-900	15021	N921FJ	SN 194247 & 194246

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<u>Initial Senior Lender:</u> Export Development Canada 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3 Attn: Loans Services & Asset Mangement - Transportation Fax: 613 598 2514 & 613 598 3186 <u>Initial Subordinate Lender:</u> Bombardier Capital Inc. 261 Mountain View Drive P.O. Box 991 Colchester, VT 05446 Attn: director, Aircraft Financing Fax: 802 764 5233 <u>Loan Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Tel: 302 636-6000 Ref: Mesa Airlines 2007	Mesa Airlines, Inc.	CRJ-900	15042	N942LR	SN: 194305 & 194306
<u>Initial Senior Lender:</u> Export Development Canada 151 O'Connor Street Ottawa, Ontario, Canada K1A 1K3	Mesa Airlines, Inc.	CRJ-900	15056	N956LR	SN: 194343 & 194342

Lessors' Address	Lessee/Debtor	Airframe Mfr. & Model	Mfr. Serial Number	U.S. Reg. No.	Engines Manufacturer, Model & Serial Number
<p>Attn: Loans Services & Asset Mangement - Transportation Fax: 613 598 2514 & 613 598 3186</p> <p><u>Initial Subordinate Lender:</u> Bombardier Capital Inc. 261 Mountain View Drive P.O. Box 991 Colchester, VT 05446 Attn: director, Aircraft Financing Fax: 802 764 5233</p> <p><u>Loan Trustee:</u> Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001 Attn: Corporate Trust Administration Fax: 302 636 4140 Tel: 302 636-6000 Ref: Mesa Airlines 2007</p>					

EXHIBIT C

**(Notice of Intent to Immediately Reject Excess Leased Equipment
& Abandon Owned Equipment)**

PACHULSKI STANG ZIEHL & JONES LLP
780 Third Avenue, 36th Floor
New York, New York 10017
Telephone: 212-561-7700
Facsimile: 212-561-7777
Richard M. Pachulski
Laura Davis Jones
Debra I. Grassgreen
Maria A. Bove
John W. Lucas

Proposed Attorneys for Debtors and
Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

**NOTICE OF INTENT TO (I) REJECT LEASES
RELATING TO CERTAIN AIRCRAFT AND
OTHER RELATED EQUIPMENT AND (II) TO ABANDON
CERTAIN AIRCRAFT, ENGINE, AND OTHER RELATED EQUIPMENT,
AS OF THE DATE OF THE DEBTORS' RELATED MOTION**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the “Debtors”) hereby give notice to (a) the lessors set forth on Exhibit A annexed hereto (the “Lessors”)² of the Debtors’ intent to reject certain leases (the “Leases”) for certain aircraft and other related equipment as set forth in Exhibit A (collectively, the “Excess Leased Equipment”) and (b) the mortgages, security trustees, or indenture trustees set forth in Exhibit B

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

annexed hereto (the “Secured Parties”) of the Debtors’ intent to abandon certain aircraft and other related equipment as set forth in Exhibit B (collectively, the “Excess Owned Equipment”).

PLEASE TAKE FURTHER NOTICE that contemporaneously with this Notice, the Debtors have filed with the Court a motion seeking authorization, pursuant to sections 105(a), 363(b), 365, 554(a), and 1110 of title 11 of the United States Code (the “Bankruptcy Code”), (i) to reject the Leases relating to the Excess Leased Equipment; (ii) to abandon the Excess Owned Equipment; (iii) transfer title to such abandoned Excess Owned Equipment to the applicable Secured Parties; and (iv) surrender and return the Excess Leased Equipment and the Excess Owned Equipment in accordance with the requirements under the Bankruptcy Code (the “Motion”).

PLEASE TAKE FURTHER NOTICE that subject to the entry of an order granting the relief sought in the Motion (the “Order”), the rejection of the Leases and abandonment of the Excess Owned Equipment shall be effective as of the date of the filing and service of the Motion (the “Effective Date”). If you object to the granting of the Motion and/or approval of the proposed Lease rejection or abandonment of Excess Owned Equipment applicable to you (an “Objection”), *then you must file and serve your Objection in accordance with the procedures and by the deadline set forth for any objections in the separate notice of the Motion and hearing thereon being concurrently served on you.* You will be served with a copy of the Order promptly after the entry thereof by the Court.

Dated: _____
New York, New York

PACHULSKI STANG ZIEHL & JONES LLP

Richard M Pachulski
Laura Davis Jones
Debra I. Grassgreen
Maria A. Bove
John W. Lucas

780 Third Avenue, 36th Floor
New York, New York 10017
Telephone: (212) 561-7700
Facsimile: (212) 561-7777

Proposed Attorneys for Debtors
and Debtors in Possession

EXHIBIT D

**(Notice of Intent to Reject Excess Leased Equipment & Abandon Owned Equipment
as of Later Effective Date)**

PACHULSKI STANG ZIEHL & JONES LLP
780 Third Avenue, 36th Floor
New York, New York 10017
Telephone: 212-561-7700
Facsimile: 212-561-7777
Richard M. Pachulski
Laura Davis Jones
Debra I. Grassgreen
Maria A. Bove
John W. Lucas

Proposed Attorneys for Debtors and
Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

**NOTICE OF INTENT TO (I) REJECT LEASE(S)
RELATING TO CERTAIN AIRCRAFT AND
OTHER RELATED EQUIPMENT AND/OR (II) TO ABANDON
CERTAIN AIRCRAFT, ENGINE, AND OTHER RELATED EQUIPMENT,
PURSUANT TO DEBTORS' PROPOSED PROCEDURES SET FORTH IN MOTION
FILED ON JANUARY ____, 2010 (RE: [Name of Affected Lessor or Secured Party] [or]
PARTIES IDENTIFIED ON ATTACHED EXHIBIT)**

PLEASE TAKE NOTICE that the above-captioned debtors and debtors in possession (collectively, the "Debtors") hereby give notice to (a) the lessors set forth on Exhibit A annexed hereto (the "Lessors")² of the Debtors' intent to reject certain leases (the "Leases") for certain

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

² Capitalized terms not defined herein shall have the meaning ascribed to them in the *Debtors' Motion for Order Pursuant to Sections 105, 363, 365, 554, and 1110 of the Bankruptcy Code and Bankruptcy Rules 6004, 6006, and 6007 for (I) Authorization to (A) Reject Leases Relating to Certain Aircraft and Other Related Equipment, (B)*

aircraft and other related equipment as set forth in Exhibit A (collectively, the “Excess Leased Equipment”) and (b) the mortgages, security trustees, or indenture trustees set forth in Exhibit B annexed hereto (the “Secured Parties”) of the Debtors’ intent to abandon certain aircraft and other related equipment as set forth in Exhibit B (collectively, the “Excess Owned Equipment”).

[Option A (following paragraph) if Subsequent Rejection/Abandonment Notice is filed/served before the entry of the proposed order on the Motion:]

PLEASE TAKE FURTHER NOTICE that, on January ____, 2010, the Debtors filed and served on you and other parties in interest *Debtors’ Motion for Order Pursuant to Sections 105, 363, 365, 554, and 1110 of the Bankruptcy Code and Bankruptcy Rules 6004, 6006, and 6007 for (I) Authorization to (A) Reject Leases Relating to Certain Aircraft and Other Related Equipment, (B) Abandon Certain Aircraft, Engines, and Other Related Equipment, (C) Transfer Title to Certain Aircraft, Engines, and Other Related Equipment, and (D) Satisfy the Surrender and Return Requirements Under the Bankruptcy Code, and (II) Approval of Related Notices and Procedures* (the “Motion”). This Notice is being provided to you in accordance with the procedures proposed in the Motion for the subsequent rejection of Leases and/or abandonment of Excess Owned Equipment, subsequent to the filing of the Motion. The effectiveness of the Lease rejection and/or abandonment of equipment contemplated as set forth in this Notice is subject to the entry of an order granting the Motion.

[Option B (following paragraph) if Subsequent Rejection/Abandonment Notice is filed/served after the entry of the proposed order on the Motion:]

PLEASE TAKE FURTHER NOTICE that, on _____, 2010, the Bankruptcy

Abandon Certain Aircraft, Engines, and Other Related Equipment, (C) Transfer Title to Certain Aircraft, Engines, and Other Related Equipment, and (D) Satisfy the Surrender and Return Requirements Under the Bankruptcy Code, and (II) Approval of Related Notices and Procedures, a copy of which was previously served on Lessors and Secured Parties and is also available for review at <http://chapter11.epiqsystems.com>.

Court entered its *Order (I) Authorizing Debtors to (A) Reject Leases Relating to Certain Aircraft and Other Related Equipment, (B) Abandon Certain Aircraft, Engines, and Other Related Equipment, (C) Transfer Title to Certain Aircraft, Engines, and Other Related Equipment, and (D) Satisfy the Surrender and Return Requirements Under the Bankruptcy Code, and (II) Approving Related Notices and Procedures* (the “Order”), a copy of which is attached hereto as Exhibit C. This Notice is being provided to you in accordance with the Order as a Subsequent Rejection/Abandonment Notice.

PLEASE TAKE FURTHER NOTICE that unless an affected Lessor or Secured Party timely objects to this Notice and the proposed Lease rejection and/or abandonment of equipment, the rejection of the Leases and abandonment of the Excess Owned Equipment will be effective as of the fifth (5th) business day after the date of this Notice, without need of any further Court order or additional notice, and at such time, the Lessors and Secured Parties, as applicable, may take possession of the Excess Equipment at the locations set forth on Exhibit A and Exhibit B, as applicable; *provided, however*, if any affected Lessor or Secured Party wishes to object to the rejection of the applicable Lease or abandonment of the applicable Excess Owned Equipment, such affected party must file and serve such objection in accordance with the following procedures:

- (a) The Debtors’ rejection of the applicable Lease and/or the Debtors’ abandonment of the applicable Excess Owned Equipment, as the case may be, pursuant to this Notice, will be effective as of the fifth (5th) business day after the date of service of this Notice (as to such subsequently rejected Leases and abandoned equipment, the “Effective Date”), without the need of any further order or notice, if no objection thereto is filed with the Court and served so as to be received by 4:00 p.m. (prevailing Eastern Time) of said 5th business day on (i) United States Bankruptcy Court of the Southern District of New York, One Bowling Green, New York, New York 10004, (ii) the Office of the United States Trustee for the Southern District of New York (the “OUST”), 33 Whitehall Street, 21st Floor, New York, New York 10004, (iii) Pachulski Stang Ziehl & Jones LLP, 150 California Street, 15th Floor, San Francisco, California 94111 (Attn: Debra I.

Grassgreen and Joshua M. Fried), and Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 36th Floor, New York, New York 10017 (Attn: Maria A. Bove), attorneys for the Debtors, (iv) Mesa Air Group, Inc., Law Department 410 N. 44th St. Suite 700, Phoenix, Arizona 85008, (Attn: Brian S. Gillman, Esq.), and (v) proposed counsel to the Committee, Morrison & Foerster, 1290 Avenue of the Americas, New York, New York 10104 (Attn: Brett H. Miller) (“Committee Counsel”) (collectively, the “Notice Parties”).

(b) If a timely objection is filed and served, the effective date of rejection or abandonment, as applicable, will be (i) the originally proposed Effective Date if the objection is overruled or withdrawn or (ii) such other date as determined by the Bankruptcy Court after a hearing on the objection.

(c) A hearing on any objection to this Notice will be held on the next scheduled omnibus hearing date in the Debtors’ cases, provided that the objecting party is provided by the Debtors at least five (5) business days’ prior written notice of such hearing date and time, and provided further that the foregoing is without prejudice to the Debtors and/or objecting party to move for an expedited hearing (on less than five (5) business days’ notice).

(d) The Debtors must file and serve on the objecting party, the OUST and the Committee Counsel any reply to any objection at least two (2) business days prior to the scheduled hearing.

Dated: _____

New York, New York

PACHULSKI STANG ZIEHL & JONES LLP

Richard M Pachulski
Laura Davis Jones
Debra I. Grassgreen
Maria A. Bove
John W. Lucas

780 Third Avenue, 36th Floor
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Telephone: (212) 561-7700
Facsimile: (212) 561-7777

Proposed Attorneys for Debtors
and Debtors in Possession

EXHIBIT E
(Proposed Order)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

**ORDER (I) AUTHORIZING DEBTORS TO (A) REJECT LEASES RELATING
TO CERTAIN AIRCRAFT AND OTHER RELATED EQUIPMENT,
(B) ABANDON CERTAIN AIRCRAFT, ENGINES, AND OTHER RELATED
EQUIPMENT, (C) TRANSFER TITLE TO CERTAIN AIRCRAFT, ENGINES, AND
OTHER RELATED EQUIPMENT, AND (D) SATISFY THE SURRENDER
AND RETURN REQUIREMENTS UNDER THE BANKRUPTCY CODE, AND
(II) APPROVING RELATED NOTICES AND PROCEDURES**

Upon the motion, dated January 25, 2010 (the “Motion”),² of Mesa Air Group, Inc. and its affiliated debtors and debtors in possession (the “Debtors”), pursuant to sections 105(a), 363(b), 365(a), 554(a), and 1110 of title 11 of the United States Code (the “Bankruptcy Code”) and Rules 6004, 6006, and 6007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for, *inter alia*, (a) approval of procedures relating to (i) the rejection of executory contracts and unexpired leases including certain leases (the “Leases”) relating to certain aircraft and other related equipment identified on the schedules annexed hereto as Exhibit A-1 and Exhibit A-2 (collectively, the “Excess Leased Equipment”) and the return of applicable Excess Leased Equipment to the applicable lessors (the “Lessors”), (ii) the abandonment of certain aircraft and other related equipment identified on the schedules annexed hereto as Exhibit B-1 and Exhibit B-2 (collectively, the “Excess Owned Equipment”), (iii) the transfer of title to such

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

abandoned Excess Owned Equipment to mortgagees, security trustees, or indenture trustees having a security interests in such Excess Owned Equipment (the “Secured Parties”), and (iv) the surrender and return of the Excess Leased Equipment and the Excess Owned Equipment (collectively, the “Excess Equipment”), and (b) approval of the forms of notice to be served or that have been served upon the counterparties to the applicable executory contracts and unexpired leases annexed hereto as Exhibit C and Exhibit D, all as more fully described in the Motion; and the Court having jurisdiction is to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward Acting C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and due and proper notice of the Motion having been provided and that no other or further notice is necessary; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates and creditors, and that the legal and factual bases set forth in the Motion and the arguments and representations of Debtors’ counsel at the hearing on the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted as provided herein; and it is further

ORDERED that, pursuant to section 365 of the Bankruptcy Code, the rejection of the Leases of Excess Leased Equipment set forth on Exhibit A-1 annexed hereto is authorized and approved effective as of the date of the filing of the Motion (as to said Leases, the “Effective Date”); and it is further

ORDERED that, pursuant to section 365 of the Bankruptcy Code, the rejection of the

Leases of Excess Leased Equipment set forth on Exhibit A-2 annexed hereto is authorized and approved and shall be effective as of the fifth (5th) business day after the filing and service of the applicable Subsequent Rejection/Abandonment Notice (described below) (as to said Leases, the “Effective Date”); *provided, however*, if any affected Lessor wishes to object to the rejection of the applicable Lease which is covered by a Subsequent Rejection/Abandonment Notice, such affected party must file and serve such Objection in accordance with the terms set forth below; *provided further* that the rejection of any Lease listed in Exhibit A-2 shall not be effective unless the Debtors file and serve a Subsequent Rejection/Abandonment Notice covering such Lease; and it is further

ORDERED that, pursuant to section 554(a) of the Bankruptcy Code, the abandonment of the Excess Owned Equipment listed in Exhibit B-1 annexed hereto is authorized and approved effective as of the date of the filing of the Motion (as to said abandoned equipment, the “Effective Date”); and it is further

ORDERED that, pursuant to section 554(a) of the Bankruptcy Code, the abandonment of the Excess Owned Equipment listed in Exhibit B-2 annexed hereto is authorized and approved as of the fifth (5th) business day after the filing and service of the applicable Subsequent Rejection/Abandonment Notice (described below) (as to said abandoned equipment, the “Effective Date”); *provided, however*, if any affected Secured Party wishes to object to the abandonment of the Excess Owned Equipment which is covered by a Subsequent Rejection/Abandonment Notice, such affected party must file and serve such Objection in accordance with the terms set forth below; *provided further* that the abandonment of any equipment listed in Exhibit B-2 shall not be effective unless the Debtors file and serve a Subsequent Rejection/Abandonment Notice covering such equipment; and it is further

ORDERED that, pursuant to sections 363(b) and 1110 of the Bankruptcy Code, the Debtors are authorized to transfer title, if necessary, of any Excess Owned Equipment that is subject to this Order, and to the extent that the Debtors may have transferred title, consistent with the procedures and provisions set forth in this Order, subsequent to the filing of the Motion but prior to the entry of this Order, such prior transfer is deemed effective and approved without need of further notice; and it is further

ORDERED that the following procedures are approved with respect to the rejection of any Lease or abandonment of any equipment identified in Exhibit A-2 and Exhibit B-2:

(a) Within three (3) business days after the entry of this Order, the Debtors will serve a copy of the Order on the Notice Parties, including the Lessors and Secured Parties identified on Exhibit A-2 and Exhibit B-2, via electronic delivery, facsimile, messenger, or overnight delivery;

(b) As soon as reasonably practical after the Debtors have determined to reject an applicable Lease or abandon the applicable equipment, the Debtors shall file with the Court a notice of rejection or abandonment substantially in the form hereto as Exhibit D (a “Subsequent Rejection/Abandonment Notice”) and serve such notice on the applicable Lessor or Secured Party via electronic delivery, facsimile, messenger, or overnight delivery, with such notice setting forth the Debtors’ intent to reject the Lease or abandon the Excess Equipment, as applicable, and authorizing the Lessors and Secured Parties to take possession of such Excess Equipment as of the applicable Effective Date (as described below), provided that the Debtors may in their discretion utilize one or more Subsequent Rejection/Abandonment Notices to cover single or multiple proposed Lease rejections and/or abandonment of equipment;

(c) The Debtors’ rejection of the applicable Lease that is rejected pursuant to these procedures or the Debtors’ abandonment of the applicable Excess Owned Equipment, as the case may be, will be effective as of the fifth (5th) business day after the date of service of the Subsequent Rejection/Abandonment Notice (as to such subsequently rejected Leases and abandoned equipment, the “Effective Date”), without the need of any further order or notice, if no objection thereto is filed and served by 4:00 p.m. (prevailing Eastern Time) of said 5th business day; and

(d) If a timely objection is filed and served, the effective date of rejection or abandonment, as applicable, will be (i) the originally proposed Effective Date if the objection is overruled or withdrawn or (ii) such other date as

determined by the Bankruptcy Court after a hearing on the objection. A hearing on any objection to a Subsequent Rejection/Abandonment Notice will be held on the next scheduled omnibus hearing date in the Debtors' cases, provided that the objecting party is provided by the Debtors at least five (5) business days' prior written notice of such hearing date and time, and provided further that the foregoing is without prejudice to the Debtors and/or objecting party to move for an expedited hearing (on less than five (5) business days' notice). The Debtors must file and serve any reply to any objection at least two (2) business days prior to the scheduled hearing; and it is further

ORDERED that the proposed notices, substantially in the forms attached hereto as Exhibit C and Exhibit D, are hereby approved; and it is further

ORDERED that as soon as reasonably practicable after entry of this Order, the Debtors shall serve a copy of this Order on (i) the Office of the United States Trustee for the Southern District of New York, (ii) proposed counsel to the Committee, (iii) the Securities and Exchange Commission, (iv) the Lessors and Secured Parties listed on Exhibit A-1, Exhibit A-2, Exhibit B-1 and Exhibit B-2, or their respective agents, and (v) all parties who have requested notice in these chapter 11 cases; and it is further

ORDERED that any claims arising from the rejection or abandonment provided as provided for herein shall be filed in accordance with any order pursuant to Bankruptcy Rule 3003(c) establishing a deadline by which prepetition general unsecured claims must be filed (the "Bar Date"), on or before the later of (i) the Bar Date or (ii) thirty (30) days after the Effective Date of the rejection or abandonment of the Excess Leased Equipment or Excess Owned Equipment, as applicable, and that any claim not filed in accordance with the foregoing deadlines shall be barred and shall not be entitled to share in any distributions from the Debtors' estates as approved by the Court; and it is further

ORDERED that if a Lessor under a rejected Lease or a Secured Party whose equipment has or may be abandoned pursuant to this Order fails to take control and/or take possession of the

Excess Leased Equipment or Excess Owned Equipment, as applicable, (a) within the latest of (i) ten (10) calendar days after the Effective Date, (ii) ten (10) calendar days after the date the Court resolves the applicable Objection and (iii) ten (10) calendar days after the date of this Order, or (b) as otherwise agreed between the Debtors and the applicable Lessor or Secured Party, such party shall be responsible to the Debtors for costs and expenses arising from the storage and maintenance of such equipment; and it is further

ORDERED that if the Lessor or Secured Party fails to remove the Excess Leased Equipment or Excess Owned Equipment, as applicable, or make the necessary arrangements to move, store, and/or maintain such equipment, the Debtors may file a motion to compel such action and the payment for the costs and expenses on account of such actions, including legal fees and expenses; and it is further

ORDERED that the filing of the Motion obviates the need for the Lessors and Secured Parties subject to the procedures herein to demand possession of the applicable aircraft pursuant to section 1110(c)(1) of the Bankruptcy Code; and it is further

Section 1110(c) Surrender and Return Requirements

ORDERED that unless otherwise agreed between the Debtors and the applicable counterparty, to satisfy section 1110(c) of the Bankruptcy Code, the Debtors may either

(a) surrender and return the Excess Equipment (i) at one of the Debtors' maintenance facilities or at a location agreed to by the Debtors and the applicable counterparty, (ii) with the engines originally installed on the applicable airframe, and (iii) the engines shall be in a condition that permits the applicable counterparty to safely operate the aircraft upon the issuance of a special flight permit pursuant to Federal Aviation Administration or the applicable regulations permitting a designated airworthiness representative to issue special flight permits;

provided, however, that the Debtors are not required to surrender and return the Excess Equipment with originally installed engines if (y) the engines are the same model and from the same manufacturer and (z) the engines were originally installed on wing of an aircraft that is subject to a lease or security agreement with the same counterparty (including owner participants) or such counterparty granted a security interest in such lease or security agreement to a common lender or group of lenders;

(b) if the applicable engines are not on-wing, the Debtors may (i) provide a substitute engine(s) for the limited purpose of transporting the Excess Equipment to the relevant location, (ii) upon arrival the Debtors shall remove and retain possession of the substitute engine(s), and (iii) commence delivery of the engine(s) to the same location; *provided,* that the Debtors are not required to surrender and return the Excess Equipment with originally installed engines if (y) the engines are the same model and from the same manufacturer and (z) the engines were originally installed on wing of an aircraft that is subject to a lease or security agreement with the same counterparty (including owner participants) or such counterparty granted a security interest in such lease or security agreement to a common lender or group of lenders; or

(c) only if Excess Equipment is not capable of being surrendered or returned pursuant to (a) or (b) above or otherwise capable of being physically transported to the location agreed upon by the Debtors and the applicable counterparty, make the Excess Equipment available for pickup at a location agreed upon by the parties or ordered by the Court and reserve the right to assert an administrative claim for failing to meet the surrender and return conditions of section 1110(c) of the Bankruptcy Code; and

(d) surrender and return records and documents relating to the Excess

Equipment as required by sections 1110(a)(3)(B) and 1110(c) of the Bankruptcy Code.

and it is further

ORDERED that surrender and return of Excess Equipment and, in the case of Excess Owned Equipment, execution and delivery of title documents, as provided pursuant to this Order, shall satisfy the “surrender and return” requirements of section 1110(c) of the Bankruptcy Code, if and to the extent applicable, provided that such surrender and return are without prejudice to the rights of (i) a Lessor to assert damages as part of its claim for rejection damages, if any, (ii) a Secured Party to assert damages as part of any unsecured deficiency claim, if any, (iii) a Lessor or Secured Party to assert damages for failure to satisfy all non-section 1110 contractual return or turnover provisions of the applicable Lease or security agreement, or (iv) the Debtors or any other party in interest to object to any such claims or their asserted priority (collectively, the “Reserved Rights”); and it is further

ORDERED the rejection of any Lease and the related Excess Leased Equipment and the abandonment of any Excess Owned Equipment pursuant to this Order are without prejudice to the Reserved Rights; and it is further

ORDERED that upon written request from an affected Lessor or Secured Party, the Debtors shall cooperate with such Lessor or Secured Party to the extent that is reasonably practicable with respect to the execution of or provision of information required for a lease termination document, bill of sale, or quitclaim deed, as appropriate, to be filed with the Federal Aviation Administration (the “FAA”) in connection with such Excess Leased Equipment or Excess Owned Equipment; *provided, however*, that the affected Lessor or Secured Party shall be solely responsible for all costs associated with such documentation and the filing thereof with the FAA; and it is further

ORDERED that, if and to the extent that the Debtors have deposited monies with any Lessor or Secured Party as a security deposit or for similar purposes, such Lessor or Secured Party shall not be permitted to setoff or otherwise use such deposit without prior authority from the Court; and it is further

ORDERED that the Debtors are hereby authorized to execute and deliver all instruments and documents and take any additional actions as may be necessary or appropriate to implement and effectuate the relief granted herein; and it is further

ORDERED that notwithstanding Bankruptcy 6004(h), this Order shall be effective immediately upon its entry; and it is further

ORDERED that the Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: February __, 2010
New York, New York

UNITED STATES BANKRUPTCY JUDGE